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Flying Financial Service Holdings Limited

匯聯金融服務控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8030)

PLEDGE OF SHARES BY SHAREHOLDERS

This announcement is made by Flying Financial Service Holdings Limited (the “**Company**”) pursuant to Rule 17.17 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). Reference is made to the announcements of the Company of 27 May 2013, 18 June 2014 and 26 June 2014 in relation to the issue of the RMB100,000,000 10.5% bonds due 2015 (the “**RMB Denominated Bonds**”) and amendments to the terms and conditions to the RMB Denominated Bonds.

On 17 October 2014, the Company received a notice from Mr. Zheng Weijing (“**Mr. Zheng**”), an executive director (the “**Director**”) and the vice-chairman of the Company, and Ming Cheng Investments Limited (“**Ming Cheng**”), a wholly-owned investment holding company of Mr. Zheng, in relation to the pledge of the respective shares of the Company held by Mr. Zheng and Ming Cheng.

Each of Mr. Zheng and Ming Cheng entered into a security agreement with GF Securities (Hong Kong) Brokerage Limited (“**GF Securities**”) as security agent, pursuant to which Mr. Zheng and Ming Cheng has agreed to charge over 24,180,135 and 191,383,155 ordinary shares in the par value of HK\$0.10 each in the share capital of the Company held by Mr. Zheng and Ming Cheng respectively to GF Securities, representing approximately 2.37% and 18.75% of the issued share capital of the Company as at the date of this announcement, as security for the obligations of the Company under a subscription agreement dated 27 May 2013 (as supplemented by a supplemental deed dated 26 June 2014) entered into between, among others, the Company, GF Securities and various individuals and corporate entities as covenantors in respect of the RMB Denominated Bonds.

As at the date of this announcement, Mr. Zheng is interested in 215,563,290 shares in issue of the Company, representing approximately 21.12% of the issued share capital of the Company. Among which, 24,180,135 shares were held by Mr. Zheng as beneficial owner and 191,383,155 shares were held by Ming Cheng.

By order of the Board of
Flying Financial Service Holdings Limited
Li Zhongyu
Chairman

Hong Kong, 17 October 2014

As at the date of this announcement, the executive Directors are Mr. Li Zhongyu (Chairman), Mr. Zheng Weijing (Vice-chairman) and Mr. Peng Zuohao (Chief Executive Officer); and the independent non-executive Directors are Mr. Vincent Cheng, Mr. Leung Po Hon and Mr. Zhang Gongjun.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules, for the purpose of giving information with regard to the Company. The Directors, having made all reasonably enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the Company’s website at www.flyingfinancial.hk.