

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/08/2018</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted

Flving Financial Service Holdings Limited 05/09/2018

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | | | | | |
|--|------------------------|----------------------------------|--|--|--|--|--|
| (1) Stock code : <u>08030</u> Description : <u>Ordinary Shares</u> | | | | | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> | | | | |
| Balance at close of preceding month | 5,000,000,000 | HK\$0.10 | HK\$500,000,000 | | | | |
| Increase/(decrease) | N/A | | N/A | | | | |
| Balance at close of the month | 5,000,000,000 | HK\$0.10 | HK\$500,000,000 | | | | |
| (2) Stock code : <u>N/A</u> Descrip | otion : <u>N/A</u> | | | | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> | | | | |
| Balance at close of preceding month | N/A | N/A | N/A | | | | |
| Increase/(decrease) | N/A | | N/A | | | | |
| Balance at close of the month | N/A | <u>N/A</u> | N/A | | | | |

2. Preference Shares

| Stock code : <u>N/A</u> Descrip | otion : <u>N/A</u> | | |
|-------------------------------------|--------------------------------|----------------------------------|--|
| | No. of preference shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | N/A | N/A | N/A |
| Increase/(decrease) | N/A | - | N/A |
| Balance at close of the month | N/A | N/A | N/A |

3. Other Classes of Shares

| Stock code : <u>N/A</u> Descript | ion : <u>N/A</u> | | |
|---------------------------------------|--------------------------------------|----------------------------------|--|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month _ | N/A | <u>N/A</u> | N/A |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | N/A | N/A | N/A |

Total authorised share capital at the end of the month (*State currency*):

II. Movements in Issued Share Capital

| | No. of ordina | ary shares | No of preference | No. of other |
|--|---------------|------------|------------------|-------------------|
| | (1) | (2) | shares | classes of shares |
| Balance at close of preceding month | 1,731,432,500 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | N/A | N/A | N/A | N/A |
| Balance at close of the month | 1,731,432,500 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant including EGM thereto as at close of thereto Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme Adopted on 20/12/2011 **Exercise Price** HK\$1.046 Ordinary shares Nil Nil Nil Nil Nil 58,000,000 (Note 1) 2. Share Option Scheme Adopted on 20/12/2011 **Exercise Price** HK\$0.842 Ordinary shares Nil Nil Nil Nil Nil 98,000,000 (Note 1) 3. N/A 1 1 shares (Note 1) Total A. (Ordinary shares) Nil (Preference shares) N/A N/A (Other class) Total funds raised during the month from exercise of Nil options (State currency)

| Warrants to Issue Shares of the Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A | | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|----------|--|----------------------------------|---|---|---|
| (/ /) Stock code (if listed) | | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| <u>2. N/A</u> | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| | | | | | | |
| Subscription price | | | | | | |
| (if applicable) | | | | | | |
| | (/ / |) | | | | |
| <u>3. N/A</u> | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| | _ | | _ | _ | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | , | , | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| | | Total B | | ry shares) | Nil | _ |
| | | | | ce shares) ther class) | N/A N/A | - |
| | | | (U | | IN/A | _ |

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--------------------------------------|---|----------------------------------|------------------------------------|---|---|
| 1. Convertible bonds | | | | | | |
| (See Remark (1)) | <u> </u> | | | | | |
| | HK\$ | Nil | Nil | 100,000,000 | Nil | 99,009,900 |
| Stock code (if listed) | <u>N/Α</u> | 1111 | | 100,000,000 | | 00,000,000 |
| Class of shares | | | | | | |
| issuable (Note 1) Subscription price | Ordinary HK\$1.01 | | | | | |
| EGM approval date | 11101 | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) 2. N/A | (/ /) | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| <u>3. N/A</u> | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| · | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | | | Total C. (Ordina | | Nil | _ |
| | | | | ice shares) | N/A N/A | _ |
| | | | (C | Other class) | IN/A | - |

| Options (other than under Share Option Schemes) | | |
|---|---|--|
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. N/A | | |
| | - | |
| | - | |
| | - | |
| | - | |
| shares (Note 1) | | |
| | | |
| 2. <u>N/A</u> | - | |
| | - | |
| | - | |
| | - | |
| shares (Note 1) | | |
| 2 N/A | | |
| 3. <u>N/A</u> | - | |
| | - | |
| | - | |
| | - | |
| shares (Note 1) | | |
| Tatal D (Ordinary charge) | - NII | |
| Total D. (Ordinary shares) | Nil | - |
| (Preference shares) | N/A | - |
| (Other class) | N/A | - |
| | | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| | Type of Issue | n Issued Share Capital | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----|---------------|------------------------------|--|------------------------------|---|--|--|
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | month |
| 1. | Rights issue | At State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| 2. | Open offer | At State price : currency | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | <u>N/A</u> (/ / (/ / | | N/A | N/A |
| | | At State | Class of shares issuable <i>(Note 1)</i> | <u>N/A</u> |) | | |
| 3. | Placing | price : currency | Issue and allotment date : (dd/mm/yyyy) EGM approval date: | (/ / | | | |
| | | | (dd/mm/yyyy) | | | <u>N/A</u> | <u>N/A</u> |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N1/A | N1/A |
| | | | | | | <u>N/A</u> | <u>N/A</u> |

| 5. Scrip dividend At State price : currency State issuable (Note 1) 5. Scrip dividend At price : currency Issue and allotment (//) 6. Repurchase of shares Class of shares (Note 1) 6. Repurchase of shares Class of shares (Note 1) 7. Redemption of shares Class of shares (Note 1) 7. Redemption of shares Class of shares (N/A (Mote 1)) 7. Redemption of shares Class of shares (N/A (Mote 1)) 7. Redemption of shares Class of shares (V/A (Mote 1)) 7. Redemption of shares Class of shares (V/A (Mote 1)) 7. Redemption of shares Class of shares (V/A (Mote 1)) 8. Consideration At State price : currency Class of shares (V/A (Mote 1)) 8. Consideration At Issue price : currency State (Class of shares (V/A (Mote 1)) 8. Consideration At Issue (Mote 1) State (Class of shares (V/A (Mote 1))) Class of shares (V/A (Mote 1)) N/A (Mote 1)) 8. Consideration At Issue (Mote 1) State (Class of shares (V/A (Mote 1))) 9. Class of shares (V/A (Mote 1)) N/A (MA (Mote 1))) 9. Class of shares (V/A (Mote 1)) N/A (MA (Mote 1))) 9. Class of shares (Mote 1) N/A (MA (Mote 1))) 9. Class of shares (Mote 1) N/A (| | Type of Issue | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|----|----------------------|--|------------------------------------|------------|---|--|--|
| 5. Scrip dividend At State price : currency Issue and allotment date : (///) 5. Scrip dividend At State price : currency Issue and allotment date : (//) 6. Repurchase of shares Class of shares repurchased (Note 1) N/A 7. Redemption of shares Class of shares redeemed (Note 1) N/A 7. Redemption of shares Class of shares redeemed (Note 1) N/A 8. Consideration At State price : currency Class of shares issuable (Note 1) 8. Consideration At State price : currency Issue and allotment (//) 8. Consideration At State price : currency Issue and allotment (//) 8. Consideration At State price : currency Issue and allotment (//) 8. Consideration At State price : currency Issue and allotment (//) Issue and allotment (///) Class of shares N/A Issue and allotment (///) Issue and allotment (///) | | | | | | | | |
| 5. Scrip dividend price : currency Gate : (dd/mm/yyyy) date : (dd/mm/yyyy) | | | | | <u>N/A</u> | | | |
| (dd/mm/yyyy) | 5. | Scrip dividend | | | (/ / |) | | |
| 6. Repurchase of shares N/A 7. Redemption of shares Class of shares 8. Consideration At State Class of shares Class of shares N/A Class of shares N/A N/A N/A Suble (Note 1) N/A </td <td></td> <td></td> <td></td> <td></td> <td>(/ /</td> <td>)</td> <td>N/A</td> <td>N/A</td> | | | | | (/ / |) | N/A | N/A |
| 6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 7. Redemption of shares N/A 7. Redemption of shares N/A 7. Redemption of shares N/A 8. Consideration At State Class Class of State Class Class f N/A N/A State State issuable (Note 1) Issue and allotment State Class of shares issuable (Note 1) Issue and allotment Gd/mm/yyyy) EGM approval date: EGM approval date: (/ /) EGM approval date: (/ /) </td <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> | | | | | | | | |
| shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | | | | <u>N/A</u> | | | |
| Image: State price in deprived date: N/A N/A N/A N/A N/A Redemption of shares N/A N/A Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) N/A N/A N/A State Issue and allotment (/ /) issuable (Note 1) EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /) | 6. | Repurchase of shares | | | (/ / |) | | |
| 7. Redemption of shares N/A 7. Redemption of shares Class of shares (//) 8. Consideration At State price : currency 2. Class of shares N/A 3. Consideration At State 1 issue Issue and allotment (//) 2. Class of shares N/A 3. Consideration At State 3. Consideration State 3. Consideration At State 3. Class State | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| 7. Redemption of shares Redemption date : (/ /) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) EGM approval date: (/ /) N/A N/A N/A N/A 8. Consideration issue At State price : currency Issue and allotment (/ /) EGM approval date: (/ /) (/ /) EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /) | | | | | | | | |
| shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | | | | <u>N/A</u> | | | |
| N/A N/A State Issue and allotment Issue and allotment (/ /) date : (dd/mm/yyyy) Issue and allotment EGM approval date: (/ /) (dd/mm/yyyy) Image: (/ /) | 7. | | | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| 8. Consideration At State price : currency Class of shares N/A issuable (Note 1) 8. Consideration At State price : currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| 8. Consideration At State Issue and allotment (/ /) ssue price : currency EGM approval date: (/ /) (dd/mm/yyyy) | | | | | | | N/A | N/A |
| issue price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | | | | <u>N/A</u> | | | |
| EGM approval date: (/ /) (dd/mm/yyyy) | 8. | | | | (/ / |) | | |
| <u>N/A</u> <u>N/A</u> | | | | EGM approval date: | (/ / |) | | |
| | | | | | | | <u>N/A</u> | N/A |

| Type of Issue | No. of new No. of shares of new issuer issued shares of during the issuer month which pursuant may be thereto issued pursuant thereto as at close of the month |
|---|---|
| | Class of shares <u>N/A</u> issuable <i>(Note 1)</i> |
| 9. Capital reorganisation | Issue and allotment (/ /) date:(dd/mm/yyyy) |
| | EGM approval date: (/ /) (dd/mm/yyyy) |
| | <u>N/A</u> <u>N/A</u> |
| | Class of shares <u>N/A</u> issuable <i>(Note 1)</i> |
| 10. Other At State (Please specify) price : currency | Issue and allotment (/ /) —— date:(dd/mm/yyyy) |
| | EGM approval date: (/ /) (dd/mm/yyyy) |
| | Total E. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) | Nil |
|---|--------------|
| (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in Capital").) | Issued Share |

Remarks (if any):

(1) On 14 July 2016, the Company entered into a subscription agreement (the "Subscription Agreement") with Central China International Company Limited (the "Subscriber"), pursuant to which the Subscriber has conditionally agreed to subscribe for, the Company has conditionally agreed to issue, 7% convertible bonds due 2018 (the "Convertible Bonds") in the aggregate principal amount of HK\$100,000,000 at 100% of the principal amount of the Convertible Bonds convertible into 99,009,900 shares at an initial conversion price of HK\$1.01 per share. Mr. Zheng Weijing joined as a party of the Subscription Agreement as guarantor to guarantee the performance of the obligations of the Company pursuant to the Subscription Agreement. On 27 July 2016, the Convertible Bonds were issued by the Company to the Subscriber.

Submitted by: CHOW Chi Wing

 Company Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.