

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/07/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Flying Financial Service Holdings Limited

Date Submitted 02/08/2017

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

## 2. Preference Shares

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

## 3. Other Classes of Shares

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

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

HK\$500,000,000

## II. Movements in Issued Share Capital

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

## III. Details of Movements in Issued Share Capital

### Share Options (under Share Option Schemes of the Issuer)

| Particulars of<br>share option<br>scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |            |                  |            | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|---|---------------------------|------------|------------------|------------|---|---|
|   | Granted                   | Exercised  | Cancelled        | Lapsed     |   |   |
| 1. Share Option<br>Scheme<br>Adopted on<br>20/12/2011<br>Exercise Price<br>HK\$1.046  |                           |            |                  |            |   |   |
| Ordinary shares<br>(Note 1)   | <u>Nil</u>                | <u>Nil</u> | <u>2,000,000</u> | <u>Nil</u> | <u>Nil</u>  | <u>61,900,000</u>   |
| 2. N/A  |                           |            |                  |            |   |   |
| ( / / )   |                           |            |                  |            |   |   |
| Ordinary shares<br>(Note 1)   |                           |            |                  |            |   |   |
| 3. N/A  |                           |            |                  |            |   |   |
| ( / / )   |                           |            |                  |            |   |   |
| shares<br>(Note 1)  |                           |            |                  |            |   |   |
| Total A. (Ordinary shares)  |                           |            |                  |            | <u>Nil</u>  |   |
| (Preference shares)   |                           |            |                  |            | <u>N/A</u>  |   |
| (Other class)   |                           |            |                  |            | <u>N/A</u>  |   |
| Total funds raised during the month from exercise of<br>options (State currency)  | <u>Nil</u>                |            |                  |            |   |   |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|--|----------------------------------|---|---|---|
| 1. N/A   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| 2. N/A   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| 3. N/A   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| 4. N/A   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| Total B.    (Ordinary shares) _____ Nil<br>(Preference shares) _____ N/A<br>(Other class) _____ N/A  |                                 |  |                                  |   |   |   |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| 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))                               |                                |                                    |                            |                              |  |   |
|  | HK\$                           | Nil                                | Nil                        | 100,000,000                  | Nil  | 99,009,900  |
| Stock code (if listed)                         | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable (Note 1)              | Ordinary                       |                                    |                            |                              |  |   |
| Subscription price                             | HK\$1.01                       |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 2. N/A   |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable (Note 1)              |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
| 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. (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)

| 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. N/A  |  |   |
|   |  |   |
|   |  |   |
|   |  |   |
| ( / / )   |  |   |
| shares (Note 1)   |  |   |
| 3. N/A  |  |   |
|   |  |   |
|   |  |   |
|   |  |   |
| ( / / )   |  |   |
| shares (Note 1)   |  |   |
| Total D. (Ordinary shares)  | Nil  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

## Other Movements in Issued Share Capital

| 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 |
|-----------------|------------|----------------------|---|------------|--|---|
| 1. Rights issue | At price : | State currency _____ | Class of shares issuable (Note 1)       | <u>N/A</u> |  |   |
|                 |            |                      | Issue and allotment date : (dd/mm/yyyy) | ( / / )    |  |   |
|                 |            |                      | EGM approval date: (dd/mm/yyyy)         | ( / / )    |  |   |
|                 |            |                      |   |            | <u>N/A</u>   | <u>N/A</u>  |
| 2. Open offer   | At price : | State currency _____ | Class of shares issuable (Note 1)       | <u>N/A</u> |  |   |
|                 |            |                      | Issue and allotment date : (dd/mm/yyyy) | ( / / )    |  |   |
|                 |            |                      | EGM approval date: (dd/mm/yyyy)         | ( / / )    |  |   |
|                 |            |                      |   |            | <u>N/A</u>   | <u>N/A</u>  |
| 3. Placing      | At price : | State currency _____ | Class of shares issuable (Note 1)       | <u>N/A</u> |  |   |
|                 |            |                      | Issue and allotment date : (dd/mm/yyyy) | ( / / )    |  |   |
|                 |            |                      | EGM approval date: (dd/mm/yyyy)         | ( / / )    |  |   |
|                 |            |                      |   |            | <u>N/A</u>   | <u>N/A</u>  |
| 4. Bonus issue  |            |                      | Class of shares issuable (Note 1)       | <u>N/A</u> |  |   |
|                 |            |                      | Issue and allotment date : (dd/mm/yyyy) | ( / / )    |  |   |
|                 |            |                      | EGM approval date: (dd/mm/yyyy)         | ( / / )    |  |   |
|                 |            |                      |   |            | <u>N/A</u>   | <u>N/A</u>  |

| 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 price : | State currency _____ | Class of shares issuable (Note 1) <u>N/A</u><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>   | <u>N/A</u>  |
| 6. Repurchase of shares |            |                      | Class of shares repurchased (Note 1) <u>N/A</u><br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | <u>N/A</u>   | <u>N/A</u>  |
| 7. Redemption of shares |            |                      | Class of shares redeemed (Note 1) <u>N/A</u><br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | <u>N/A</u>   | <u>N/A</u>  |
| 8. Consideration issue  | At price : | State currency _____ | Class of shares issuable (Note 1) <u>N/A</u><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>   | <u>N/A</u>  |

|                            |   |                |   | 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 |
|----------------------------|---|----------------|---|--|---|
| Type of Issue              |   |                |   |  |   |
| 9. Capital reorganisation  | Class of shares issuable (Note 1)       |                |   | N/A  |   |
|                            | Issue and allotment date : (dd/mm/yyyy) |                |   | ( / / )  |   |
|                            | EGM approval date: (dd/mm/yyyy)         |                |   | ( / / )  |   |
|                            |   |                |   | N/A  | N/A   |
| 10. Other (Please specify) | At price :                              | State currency | Class of shares issuable (Note 1)       | N/A  |   |
|                            |   |                | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                            |   |                | EGM approval date: (dd/mm/yyyy)         | ( / / )  |   |
|                            |   |                |   | N/A  | N/A   |
| 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 Issued Share Capital").) |     |     |

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

Title: 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.*