



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Central Wealth Financial Group Limited

Date Submitted 05/07/2016

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 572 Description : Ordinary shares

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>249,480,000,000</u>	<u>HK\$0.001</u>	<u>HK\$249,480,000</u>
Increase/(decrease)	<u>0</u>	<u>HK\$0.001</u>	<u>HK\$0</u>
Balance at close of the month	<u>249,480,000,000</u>	<u>HK\$0.001</u>	<u>HK\$249,480,000</u>

(2) Stock code : _____ Description : _____

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

2. Preference Shares

Stock code :	<u>N/A</u>	Description :	<u>Preference Shares</u>	
		No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>520,000,000</u>	<u>HK\$0.001</u>	<u>HK\$520,000</u>	
Increase/(decrease)	<u>0</u>	<u>HK\$0.001</u>	<u>HK\$0</u>	
Balance at close of the month	<u>520,000,000</u>	<u>HK\$0.001</u>	<u>HK\$520,000</u>	

3. Other Classes of Shares

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

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

HK\$250,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>5,777,587,998</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Balance at close of the month	<u>5,777,587,998</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. Granted on 02/05/2007 Exercise price HK\$2.924 (adjusted on 02/11/2011, 06/11/2013 and 17/06/2014) (02/06/2003) ordinary shares (Note 1)	0	0	0	0	0	779,755 (adjusted on 02/11/2011, 06/11/2013 and 17/06/2014)
2. Granted on 30/01/2008 Exercise price HK\$2.0263 (adjusted on 02/11/2011, 06/11/2013 and 17/06/2014) (02/06/2003) ordinary shares (Note 1)	0	0	0	0	0	1,559,513 (adjusted on 02/11/2011, 06/11/2013 and 17/06/2014)
3. Granted on 24/07/2014 Exercise price HK\$0.1164 (22/02/2012) Ordinary shares (Note 1)	0	0	0	0	0	65,600,000

For Main Board and GEM listed issuers

4. Granted on 22/06/2015							
Exercise price HK\$0.319 (22/02/2012)	0	0	0	0	0	0	26,800,000
Ordinary shares (Note 1)							
5. Granted on 13/07/2015							
Exercise price HK\$0.270 (22/02/2012)	0	0	0	0	0	0	35,000,000
Ordinary shares (Note 1)							
6. Granted on 27/07/2015							
Exercise Price HK\$0.335 (22/02/2012)	0	0	0	0	0	0	140,000,000
Ordinary shares (Note 1)							
7. Granted on 04/09/2015							
Exercise Price HK\$0.201 (22/02/2012)	—	0	0	—	0	0	177,000,000
Ordinary shares (Note 1)							
				Total A. (Ordinary shares)	0		
				(Preference shares)	0		
				(Other class)	0		
Total funds raised during the month from exercise of options (State currency)				NIL			

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

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	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
1.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
(/ /)						
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
(/ /)						
3.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
(/ /)						
4.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
(/ /)						
					Total B. (Ordinary shares)	0
					(Preference shares)	0
					(Other class)	0

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. _____ _____ _____	HK\$					
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____						
2. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____						
3. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____						
4. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____						
				Total C. (Ordinary shares)	0	
				(Preference shares)	0	
				(Other class)	0	

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
<p>1. <u>On 2 February 2016, the Purchaser, a wholly owned subsidiary of the Company, entered into the Sale and Purchase Agreement with the Vendor in relation to the acquisition of the Sale Share and the Sale Loan by the Purchaser for an aggregate consideration of HK\$117,000,000, of which the Deposit of HK\$32,000,000 has been satisfied in cash under the MOU and the remaining balance of HK\$85,000,000 shall be satisfied by the allotment and issue of the 640,000,000 Consideration Shares amounting to HK\$80,000,000 and the Promissory Notes amounting to HK\$5,000,000.</u></p> <p><u>For details, please refer to the Company's announcement dated 2 February 2016 and circular dated 31 May 2016.</u></p>		
<p style="text-align: right;">(EGM: 30 /06 /2016) Ordinary shares (Note 1)</p>	NIL	640,000,000
<p>2. _____</p> <p>_____</p> <p style="text-align: right;">(/ /) shares (Note 1)</p>		
<p>3. _____</p> <p>_____</p> <p style="text-align: right;">(/ /) shares (Note 1)</p>		
<p style="text-align: right;">Total D. (Ordinary shares) (Preference shares) (Other class)</p>	NIL N/A N/A	

Other Movements in 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
Type of Issue					
1. Rights issue	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) (/ /)	_____ Nil	_____ Nil
			EGM approval date: (dd/mm/yyyy) (/ /)		
2. Open offer	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) (/ /)	_____ Nil	_____ Nil
			EGM approval date: (dd/mm/yyyy) (/ /)		
3. Placing	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) (/ /)	_____ Nil	_____ Nil
			EGM approval date: (dd/mm/yyyy) (/ /)		
4. Bonus issue		Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) (/ /)	_____ Nil	_____ Nil
			EGM approval date: (dd/mm/yyyy) (/ /)		

For Main Board and GEM listed issuers

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

For Main Board and GEM listed issuers

				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	At price	State currency	Class of shares issuable (Note 1)		
			Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	
				Nil	Nil
10. Other (Please specify)	At price :	State currency	Class of shares issuable (Note 1)		
			Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	
				Nil	Nil
Total E.				(Ordinary shares)	0
				(Preference shares)	0
				(Other class)	0

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0
	(2)	0
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		0
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		0
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

Submitted by: Lau Cheuk Pun

Title: 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.*