

**Monthly Return of Equity Issuer on Movements in Securities**

For the month ended  
(dd/mm/yyyy) :

30/4/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Jun Yang Financial Holdings Limited

Date Submitted 3 May 2016

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>397</u> Description : <u>JUN YANG FIN</u>			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>30,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$300,000,000.00</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>30,000,000,000</u> (see remark (i))	<u>HK\$0.01</u>	<u>HK\$300,000,000.00</u>
(2) Stock code : <u>N/A</u> Description : _____			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

## 2. Preference Shares

Stock code : <u>  N/A  </u> Description : _____			
	No. of preference 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 _____	_____	_____	_____

## 3. Other Classes of Shares

Stock code : <u>  N/A  </u> Description : _____			
	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 _____	_____	_____	_____
Increase/(decrease) _____	_____	_____	_____
Balance at close of the month _____	_____	_____	_____

Total authorised share capital at the end of the month (*State currency*) : **HK\$300,000,000.00**

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## 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>20,346,327,345</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>(18,311,694,611)</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>2,034,632,734</u> (see remark (i))	<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 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. <u>2003 Share Option Scheme</u> <u>(17/11/2003)</u> <u>Ordinary shares</u> <i>(Note 1)</i>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>211,767</u> (see remark (ii))
2. <u>2013 Share Option Scheme</u> <u>(04/06/2013)</u> <u>Ordinary shares</u> <i>(Note 1)</i>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>24,303,125</u> (see remark (ii))
3. <u>( / / )</u> <u>shares</u> <i>(Note 1)</i>						
			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 options (State currency)				<u>Nil</u>		

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) <u>N/A</u>	_____	_____	_____	_____	_____	_____
(Preference shares) <u>N/A</u>	_____	_____	_____	_____	_____	_____
(Other class) <u>N/A</u>	_____	_____	_____	_____	_____	_____

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. _____ _____ _____						
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) <u>N/A</u>		
				(Preference shares) <u>N/A</u>		
				(Other class) <u>N/A</u>		

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. Pursuant to the placing agreement dated 12 April 2016 entered into between the Company and the placing agent, the Company has conditionally agreed to place through the placing agent, up to 391,800,000 placing shares, to the placees at a price of HK\$0.238 per placing share, further details of which are set out in the announcement of the Company dated 12 April 2016. (29/01/2016) Ordinary shares (Note 1)	Nil	391,800,000
2. _____ _____ _____ ( / / ) shares (Note 1)		
3. _____ _____ _____ ( / / ) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil N/A 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) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A _____	N/A _____
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A _____	N/A _____
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A _____	N/A _____
4.	Bonus issue		Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A _____	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 price : State currency _____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
6.	Repurchase of shares		Class of shares repurchased ( <i>Note 1</i> ) _____ Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)	N/A	N/A
7.	Redemption of shares		Class of shares redeemed ( <i>Note 1</i> ) _____ Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
8.	Consideration issue	At price : State currency _____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	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
9. Capital reorganisation	Class of shares issuable ( <i>Note 1</i> ) <u>Ordinary shares</u> Issue and allotment date : (dd/mm/yyyy) (06/04/2016) EGM approval date: (dd/mm/yyyy) (05/04/2016)	(18,311,694,611)	N/A
10. Other (Please specify)	At price : _____ State currency _____ Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
Total E. (Ordinary shares)		(18,311,694,611)	
(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)	(18,311,694,611)
	(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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

(i) The capital reorganisation became effective on 6 April 2016, as approved by the shareholders of the Company at the special general meeting held on 5 April 2016, (a) every ten issued and unissued shares of HK\$0.01 each were consolidated into one consolidated share of HK\$0.10; (b) the paid-up capital of the Company was reduced to the extent of HK\$0.09 on each of the issued consolidated shares such that the nominal value of each issued consolidated share was reduced from HK\$0.10 to HK\$0.01; and (c) each authorised but unissued consolidated share of HK\$0.10 was subdivided into ten new shares of HK\$0.01 each.

(ii) As a result of the capital reorganisation, the number of shares of the Company which may be allotted and issued pursuant to (a) options granted under the 2003 Share Option Scheme have been adjusted to 211,767 shares; and (b) options granted under the 2013 Share Option Scheme have been adjusted to 24,303,125 shares.

Submitted by: Siu Kam Chau

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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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.*