

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Trustful Group Limited

Date Submitted 04/07/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>8265</u> Description : <u>China Trustful</u>			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>5,000,000,000</u>	<u>0.02</u>	<u>100,000,000.00</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>5,000,000,000</u>	<u>0.02</u>	<u>100,000,000.00</u>
(2) Stock code : <u>N/A</u> Description : <u>N/A</u>			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>		<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

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>2,188,709,327</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>486,715,358</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>2,675,424,685</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 share option scheme including AGM 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. _____ _____ _____ _____ _____ (/ /) shares (Note 1)						
2. _____ _____ _____ _____ (/ /) shares (Note 1)						
3. _____ _____ _____ _____ (/ /) shares (Note 1)						
			Total A. (Ordinary shares)		<u>N/A</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (HK\$)				<u>N/A</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. N/A						
(/ /)						
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)					N/A	
(Preference shares)					N/A	
(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. N/A						
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) _____ N/A (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
<p>1. On 5 November 2015 (after trading hours), the Company, the Purchaser, the Vendors and the Guarantors entered into the Acquisition Agreement, pursuant to which the Purchaser has conditionally agreed to acquire and the Vendors have conditionally agreed to sell the Sale Assets at the Consideration of HK\$110 million, which was satisfied by way of issue of Convertible Bonds to the Vendors (or their respective nominee(s)) upon Completion. The Completion took place on 1 June 2016 and the Convertible Bonds in the aggregate principal amount of HK\$110 million was issued to the Vendors after Completion.</p> <p>On 19 December 2016 (after trading hours), the Company allotted and issued a total of 517,709,327 Conversion Shares by converting the convertible bonds at the principal amount of HK\$56,948,026.</p> <p>On 11 June 2018 (after trading hours), the Company allotted and issued a total of 486,715,358 Conversion Shares by converting the remaining convertible bonds at the principal amount of HK\$53,051,974 using the adjusted Conversion Price of HK\$0.109 per Conversion Share.</p> <p>For more details, please refer to the Company's announcements dated 9 November 2015, 20 November 2015, 13 January 2016, 3 May 2016, 1 June 2016, 19 December 2016, 5 June 2017 and 1 June 2018 and circular dated 18 January 2016.</p> <p>(03/02/2016) Ordinary shares (Note 1)</p>	486,715,358	0
<p>2.</p> <p>(/ /) shares (Note 1)</p>		
<p>3.</p> <p>(/ /) shares (Note 1)</p>		
<p>Total D. (Ordinary shares) (Preference shares) (Other class)</p>	486,715,358 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) <u>Ordinary</u> Issue and allotment date : (dd/mm/yyyy) (/ /) AGM 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 (Note 1) Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
6.	Repurchase of shares		Class of shares _____ repurchased (Note 1) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
7.	Redemption of shares		Class of shares _____ redeemed (Note 1) 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 (Note 1) Issue and allotment date : (/ /) 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 (Note 1) Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	N/A N/A
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)	(/ /) (/ /)	N/A N/A
Total E. (Ordinary shares) (Preference shares) (Other class)			N/A N/A N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	486,715,358
	(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>		

