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CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED
中國融眾金融控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 03963)

**REMOVAL OF CHIEF EXECUTIVE OFFICER,
APPOINTMENT OF CHAIRMAN, AND
APPOINTMENT OF CHIEF EXECUTIVE OFFICER**

References are made to (i) the announcement of removal of directors and appointment of executive director dated 3 July 2018; and (ii) the announcement of resignation of non-executive director; appointment of non-executive director and change in the composition of board committees dated 9 July 2018 (collectively, the “**Announcements**” and each an “**Announcement**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as defined in the Announcements.

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rule**”).

REMOVAL OF CHIEF EXECUTIVE OFFICER

The board of directors (collectively, the “**Board**”, and each a “**Director**”) of China Rongzhong Financial Holdings Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) has resolved on 12 July 2018 to remove Mr. Yao Feng (“**Mr. Yao**”) as the chief executive officer of the Company (the “**Chief Executive Officer**”) with immediate effect as a result of Mr. Yao being removed as a director of the Company and any position in any of the committees of the board of directors of the Company with effect from 3 July 2018. The Board considers that the removal of Mr. Yao from his office as the Chief Executive Officer will not have any adverse effects on the operations of the Group.

The Board has confirmed that apart from the foregoing, it is not aware of any matter in relation of the removal of Mr. Yao from his office as the Chief Executive Officer that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude and appreciation to Mr. Yao for his contribution to the Company.

APPOINTMENT OF CHAIRMAN

The Board is pleased to announce that Mr. Chen Shuai (“**Mr. Chen**”), an existing non-executive Director, has been appointed as the chairman of the Board with effect from 12 July 2018.

Mr. Chen was appointed as a non-executive Director of the Company on 9 July 2018. In relation to the biographical details of Mr. Chen, the Company would like to clarify that, Mr. Chen is the vice chairman of Century Cinwa Retail Holdings Limited (a company listed on the Main Board of The Stock Exchange of Hong Kong Limited; stock code 0162). In addition to the positions held by Mr. Chen as disclosed in the Announcement dated 9 July 2018, Mr. Chen is also a director of (i) Rongzhong Group Limited and certain of its subsidiaries ^{note 1}; and (ii) Rongzhong Capital Investments Group Limited and certain of its subsidiaries ^{note 2}.

The Board would like to welcome Mr. Chen in serving his new position in the Company.

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

The Board is pleased to announce that Ms. Wong Emilie Hoi Yan (“**Ms. Wong**”), an existing executive Director has been appointed as the Chief Executive Officer with effect from 12 July 2018.

Subsequent to her appointment as an executive Director on 3 July 2018, Ms. Wong has entered into a supplemental service agreement with the Company for her appointment as an executive Director and Chief Executive Officer on 12 July 2018 with no fixed terms, terminable with no less than three (3) months’ prior notice in writing. In addition, her appointment as an executive Director is subject to retirement by rotation in accordance with the provision of the Articles. As a result of her appointment as the Chief Executive Officer, the remuneration of Ms. Wong will be revised to HK\$85,000 per month plus an annual discretionary bonus, which was determined by the Board (the decision of which was based on the recommendation of the remuneration committee of the Company) with reference to her duties and responsibilities with the Group and the market rate for similar position. Such remuneration is subject to review by the remuneration committee of the Company from time to time.

Please refer to the Announcement dated 3 July 2018 for the biographical details and the regulatory disclosure of Ms. Wong. Moreover, the Company would like to clarify that, in addition to the positions held by Ms. Wong as disclosed in the Announcement dated 3 July 2018, Ms. Wong is also a director of (i) certain subsidiaries of Rongzhong Group Limited ^{note 1}; (ii) Legend Crown International Limited (“**Legend Crown**”) ^{note 3}; (iii) Plenty Boom Investments Limited (“**Plenty Boom**”) ^{note 3}; and (iv) Yancheng Goldbond Technology Small Loan Company Limited ^{note 4}.

The Board would like to welcome Ms. Wong in serving her new position in the Company.

Save for the above information, other information disclosed in each of the Announcement remains unchanged.

Notes:

1. Rongzhong Group Limited, a company incorporated in the British Virgin Islands, which is owned as to 40% by Perfect Honour Limited, a controlling shareholder of the Company, 40% by Hony Capital through Silver Creation Investments Limited (a substantial shareholder of the Company), approximately 12.42% by Mr. Xie Xiaoqing (“**Mr. Xie**”, a substantial shareholder of the Company) through interest in controlled corporations, 3.79% by Legend Crown and 3.79% by Plenty Boom.
2. Rongzhong Capital Investments Group Limited, a company incorporated in the People’s Republic of China (“**PRC**”), which is directly owned as to 98.21% by Mr. Xie.
3. Legend Crown and Plenty Boom, both being companies incorporated in the British Virgin Islands, are holding approximately 4.90% interest in the issued shares of the Company in the aggregate. Ms. Wong Jacqueline Yue Yee, a non-executive Director of the Company is the founder of a discretionary trust which holds the entire issued share capitals of Legend Crown and Plenty Boom.
4. Yancheng Goldbond Technology Small Loan Company Limited, a company incorporated in the PRC and a subsidiary of Goldbond Group Holdings Limited (a company listed on the Main Board of The Stock Exchange of Hong Kong Limited; stock code: 0172) a controlling shareholder of the Company.

By order of the Board
China Rongzhong Financial Holdings Company Limited
Wong Emilie Hoi Yan
Executive Director

Hong Kong, 17 July 2018

As at the date of this announcement, the executive Director of the Company is Ms. Wong Emilie Hoi Yan and the non-executive Directors of the Company are Mr. Chen Shuai, Ms. Li Yu Lian Kelly and Ms. Wong Jacqueline Yue Yee, and the independent non-executive Directors of the Company are Mr. Duan Chang Feng, Mr. Nie Yong and Ms. Zou Lin.