RONGZHONG

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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 AUGUST 2018; RETIREMENT OF DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

POLL RESULTS OF THE ANNUAL GENERAL MEETING

References are made to the circular dated 20 July 2018, the notice of annual general meeting (the "**AGM Notice**") dated 20 July 2018 and the clarification announcement dated 23 July 2018 issued by China Rongzhong Financial Holdings Company Limited (the "**Company**").

The board of directors (the "**Board**") of the Company herby to announce that at the annual general meeting of the Company held on 29 August 2018 (the "**AGM**"), all the ordinary resolutions proposed at the AGM (the "**Resolutions**") were voted by way of poll at the AGM.

As at the date of AGM, the total number of ordinary shares of the Company in issue was 412,509,000 shares being the total number of shares entitling the holders to attend and vote on all the resolutions proposed at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of any of the Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rule**"). No person was required to abstain from voting on any of the Resolutions put on vote at the AGM under the Listing Rule.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results in respect of each of the Resolutions were as follows:–

ORDINARY RESOLUTIONS		FOR		AGAINST	
		Number of shares voted	**Percent (%)**	**Number of shares voted**	**Percent (%)**
1	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries, the reports of the directors and the auditor of the Company for the year ended 31 March 2018.	248,921,510	100.00	0	0.00
2	(a) To re-elect Mr. Chen Shuai as a non-executive director of the Company and to authorise the Board to fix his remuneration.	248,921,510	100.00	0	0.00
	(b) To re-elect Ms. Li Yu Lian Kelly as a non-executive director of the Company and to authorise the Board to fix her remuneration.	248,921,510	100.00	0	0.00
	(c) To re-elect Ms. Wong Jacqueline Yue Yee as a non-executive director of the Company and to authorise the Board to fix her remuneration.	248,921,510	100.00	0	0.00
	(d) To re-elect Mr. Nie Yong as an independent non-executive director of the Company and to authorise the Board to fix his remuneration.	1,070	0.01	248,920,440	99.99
3	To re-appoint BDO Limited as independent auditor of the Company and to authorize the Board to fix their remuneration.	248,921,510	100.00	0	0.00
4	To grant a general mandate to the Board to repurchase shares of the Company.*(Note)*	248,921,510	100.00	0	0.00
5	To grant a general mandate to the Board to allot and grant options over unissued shares of the Company.*(Note)*	248,921,510	100.00	0	0.00
6	To extend the general mandate granted to the Board to allot and grant options over unissued shares of the Company by the number of shares repurchased.*(Note)*	248,921,510	100.00	0	0.00

Note: Full text of Resolutions numbered 4, 5 and 6 appears in the AGM Notice.

As more than 50% of the votes were cast in favour of Resolutions numbered 1, 2(a), 2(b), 2(c) and 3 to 6, such Resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As less than 50% of the votes were cast in favour of Resolution numbered 2(d), such Resolution was not passed as ordinary resolution of the Company at the AGM.

RETIREMENT OF DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

As indicated above, Resolution numbered 2(d) regarding the re-election of Mr. Nie Yong ("**Mr. Nie**") as an independent non-executive director of the Company (the "**Independent Non-executive Director**") was not passed by the shareholders of the Company at the AGM since there was not a majority of votes cast for such Resolution. Mr. Nie has retired as an Independent Non-executive Director and has ceased to be the chairman of the audit committee, a member of the nomination committee, remuneration committee and risk management committee of the Board at the conclusion of the AGM. The Board would like to extend its appreciation to Mr. Nie for his valuable contribution to the Company during his tenure of office.

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

Hong Kong, 29 August 2018

As at the date of this announcement, the executive Director of the Company is Ms. Wong Emilie Hoi Yan; 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 Changfeng and Ms. Zou Lin.