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China Fortune Financial Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: <http://www.290.com.hk>

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF REMUNERATION COMMITTEE, MEMBERS OF AUDIT COMMITTEE AND NOMINATION COMMITTEE; NON-COMPLIANCE WITH RULES 3.10, 3.10A, 3.21 AND 3.25 OF THE LISTING RULES; AND CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF REMUNERATION COMMITTEE, MEMBERS OF AUDIT COMMITTEE AND NOMINATION COMMITTEE

The Board announces that Mr. LAM Ka Wai, Graham has tendered his resignation as an independent non-executive Director with effect from 11 April 2014. Upon Mr. Lam's resignation, he also ceased to be the chairman of the Remuneration Committee and member of each of the Audit Committee and Nomination Committee of the Company with effect from 11 April 2014.

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board also announces the following changes with effect from 14 April 2014:

1. Mr. CAI Chun Fai has tendered his resignation as the Company Secretary and has ceased to act as an Authorised Representative of the Company; and
2. Ms. HAU Po Ping has been appointed as the Company Secretary and an Authorised Representative of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF REMUNERATION COMMITTEE, MEMBERS OF AUDIT COMMITTEE AND NOMINATION COMMITTEE

The board (the “**Board**”) of directors (each a “**Director**”) of China Fortune Financial Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. LAM Ka Wai, Graham (“**Mr. Lam**”) has tendered his resignation as an independent non-executive Director with effect from 11 April 2014 due to his other business commitments.

Upon Mr. Lam's resignation, he also ceased to be the chairman of the Remuneration Committee and member of each of the Audit Committee and Nomination Committee of the Company with effect from 11 April 2014.

Mr. Lam has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

NON-COMPLIANCE WITH RULES 3.10, 3.10A, 3.21 AND 3.25 OF THE LISTING RULES

The Board noted that following the resignation of Mr. Lam: (i) the number of the independent non-executive Directors will fall below the minimum number required under Rules 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"); (ii) the number of members of the Audit Committee of the Company will fall below the minimum number required under Rule 3.21 of the Listing Rules; and (iii) there is a vacancy for chairman of the Remuneration Committee of the Company which does not fulfil the requirement under Rule 3.25 of the Listing Rules.

The Company is endeavoring to identify a suitable candidate to fill up the abovementioned vacancies as soon as practicable and within three months as required under Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board also announces that Mr. CAI Chun Fai ("**Mr. Cai**") has tendered his resignation as the company secretary of the Company ("**Company Secretary**") and has ceased to act as an authorised representative of the Company ("**Authorised Representative**") for the purposes of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and under Rule 3.05 of the Listing Rules with effect from 14 April 2014. Mr. Cai has confirmed that there is no disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board is pleased to announce that Ms. HAU Po Ping ("**Ms. Hau**") has been appointed as the Company Secretary and an Authorised Representative of the Company with effect from 14 April 2014. Ms. Hau has joined the Group since 2011. With extensive experience in corporate governance and company secretarial, she holds a bachelor degree in Accountancy and has further obtained master degree in Corporate Governance and master degree in Laws. Ms. Hau is an associate member of the CPA, Australia, the Hong Kong Institute of Chartered Secretaries, and the Institute of Chartered Secretaries and Administrators in the United Kingdom.

The Board would like to take this opportunity to express its gratitude to both Mr. Lam and Mr. Cai for their valuable contributions to the Company during their respective tenure of office and also express its warm welcome to Ms. Hau on her appointment.

By Order of the Board of
China Fortune Financial Group Limited
NG Cheuk Fan Keith
Managing Director

Hong Kong, 14 April 2014

As at the date of this announcement, the Board consists of four executive Directors, namely Mr. Zhang Min (Chairman), Mr. Ng Cheuk Fan Keith (Managing Director), Mr. Hon Chun Yu and Mr. Xia Yingyan; two non-executive Directors, namely Mr. Wong Kam Fat Tony (Vice-chairman) and Mr. Wu Ling; and two independent non-executive Directors, namely Mr. Ng Kay Kwok and Mr. Tam B Ray Billy.