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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)**

**GRANT OF WAIVER FROM STRICT COMPLIANCE  
WITH RULE 13.46(2)(A) OF THE LISTING RULES**

References are made to the announcements of China Rongzhong Financial Holdings Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) (1) dated 15 June 2020 in relation to the board meeting of the Company to be held on Tuesday, 30 June 2020 (the “**Board Meeting**”) for the purpose of, considering and approving, among others, the audited annual results of the Group for the year ended 31 March 2020 (the “**2020 Audited Annual Results**”), (2) dated 29 June 2020 in relation to the Board Meeting for the purpose of, considering and approving, among others, the unaudited annual results of the Group for the year ended 31 March 2020 (the “**2020 Unaudited Annual Results**”), (3) dated 30 June 2020 in relation to the 2020 Unaudited Annual Results and (4) dated 30 July 2020 in relation to further delay in publication of 2020 Audited Annual Results and dispatch of 2020 annual report (the “**2020 Annual Report**”) of the Company (collectively, the “**Announcements**”). Capitalised terms used in this announcement shall bear the same meanings as those defined in the Announcements unless the context requires otherwise.

As disclosed in the Announcements, additional time is required for the audit progress and procedures of the 2020 Annual Results, therefore, the Company has applied to the Stock Exchange for the extension of the timeline to publish of the 2020 Audited Annual Results and dispatch of the 2020 Annual Report (the “**Application**”).

In the Application, the Company stated the details of the unforeseen circumstances and practical difficulties faced by the Company and the Auditor since publication of the 2020 Unaudited Annual Results:

- (a) Recovery of general activities in Wuhan from the Epidemic has been slow. In Wuhan and Hubei Province, the progress of the resumption of work and production by private enterprises and governmental departments at all levels, including courts, banks, our advisers and our customers are slower than anticipated.

- (b) In addition, there are recent outbreaks of the Epidemic in various cities in PRC since late June, including Beijing and Xinjiang. Hence, high level of health protection measures and onerous amount of precaution works have been implemented across the PRC (including Wuhan). These measures had also caused unpredictable delays as unannounced and unscheduled health checks are performed in large scale across the PRC, including the cities in Hubei Province and caused unexpected delays in all activities.
- (c) Apart from the Epidemic, Hubei Province has also been affected by heavy rains and the Central Meteorological Observatory issued a continuous 27-day rainstorm warning since late June. The heavy rains have affected at least 650,600 people in 7 cities and 24 counties, and over 7,000 people were urgently transferred and resettled.
- (d) The continuous torrential rain in Hubei Province had affected the daily travel of all personnel in Wuhan and Hubei Province; government departments at all levels, courts, banks, our advisers, the Group's customers and the Group's normal operations have been affected. Due to reasons such as temporally work suspension, shift work schedule of employees, etc., the time for business processing has been delayed; which in turn prolonged the time of providing information to the Auditor.
- (e) In view of the risk of sudden geological disasters such as collapses, landslides, and mudslides in many administrative districts of Wuhan, the Wuhan Municipal Bureau of Natural Resources and Planning reminded all district governments and relevant departments to conduct inspection to prevent hidden geological hazards, which further affected the services provided by, and delayed responses expected from, the Wuhan government departments at all areas.
- (f) In view of the impacts of the Epidemic and floods surrounding the Company's headquarter and major customers, the audit progress has been subject to unforeseen challenges and hence subject to further delays than as expected previously. The Company has been working diligently with the Auditor to minimize the delay caused, including requesting the Auditor to adjust the audit work plan in a timely manner; to connect on-site and off-site audit work; to perform additional assessments in relation to potential new audit risks arising from the Epidemic; to strengthen audit resource allocation and cooperation with domestic branches; and to be flexible in the use of audit assessment methods, etc.

On 11 August 2020, the Stock Exchange granted a waiver to the Company on the requirement of Rule 13.46(2)(a) on the basis that the Company will dispatch the 2020 annual report on or before 7 September 2020. The waiver applies to this case only and the Stock Exchange may withdraw or change the terms of the waiver if the Company's situation changes.

**Shareholders and potential investors should exercise extreme caution when dealing in the shares of the Company.**

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

Hong Kong, 14 August 2020

*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. Wong Jacqueline Yue Yee, Ms. Wong Michelle Yatyee and Mr. Wong Ming Bun David and the independent non-executive Directors of the Company are Mr. Lie Chi Wing, Mr. Ng Wing Chung Vincent and Mr. Yu Yang.*