

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Kwong Man Kee Group Limited
Date Submitted	01/03/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>08023</u> Description : <u>Ordinary Shares</u>							
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>				
Balance at close of preceding month	2,000,000,000	HK\$0.01	HK\$20,000,000.00				
Increase/(decrease)	N/A		N/A				
Balance at close of the month	2,000,000,000	HK\$0.01	HK\$20,000,000.00				
(2) Stock code : <u>N/A</u> Descrip	otion : <u>N/A</u>						
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>				
Balance at close of preceding month	N/A	N/A	N/A				
Increase/(decrease)	N/A		N/A				
Balance at close of the month	N/A	<u>N/A</u>	N/A				

#### 2. Preference Shares

Stock code : <u>N/A</u> Desc	ription :	tion :		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
Balance at close of preceding mon	th <u>N/A</u>	N/A	N/A	
Increase/(decrease)	N/A	-	N/A	
Balance at close of the month	N/A	N/A	N/A	

# 3. Other Classes of Shares

Stock code : <u>N/A</u> Des	cription :	tion :N/A		
	No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
Balance at close of preceding mo	nth <u>N/A</u>	N/A	N/A	
Increase/(decrease)	N/A		N/A	
Balance at close of the month	N/A	N/A	N/A	

Total authorised share capital at the end of the month (*State currency*) :

HK\$20,000,000.00

### II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	600,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	N/A	N/A	N/A	N/A		
Balance at close of the month	600,000,000	<u> </u>	N/A	N/A		

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of						No. of new shares of
share option scheme					the month pursuant	issuer which may be issued pursuant
including EGM			2 d d		thereto	thereto as at close of
approval date		Movement dur	ing the month			the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
adopted on						
24/09/2016						
Exercise price:						
HK\$1.00						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
2. N/A						
Ordinary shares						
(Note 1)						
3. N/A						
5. N/A						
Ordinary shares						
(Note 1)			·			
4. N/A						
( / / )						
Ordinary shares						
(Note 1)						
			Total A. (Ordin	nary shares)	Nil	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur	ing the month	from exercise of	f			
options (State currend			Nil			

Warrants to Issue Shares of th	e Issuer wh	ich are to b	e Listec	1			
Description of warrants	of nominal	Nominal va	of	Exercised during the	Nominal value at close of the	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
(Date of expiry - dd/mm/yyyy)	value	preceding	month	month	month		
<u>1. N/A</u>	-						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( /	/ )					
<u>2. N/A</u>							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( /	/ )					
<u>3. N/A</u>	-						
( / / ) Stock code (if listed) Class of shares							
Subscription price							
	( /	/ )					
( / / ) Stock code (if listed)							
Class of shares issuable (Note 1)							
EGM approval date (if applicable)	( /						
			Total E	(Preferen	rry shares) <u>Nil</u> ce shares) <u>N/A</u> ther class) N/A		
				,0			

Convertibles (i.e. Convertible	into Shares of th	ne Issuer wh	ich are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount a close of preceding month	Converted	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
<u>1. N/A</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy))	( / / )					
2. N/A	( , , , ,					
·	_					
	_					
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	<i>, , ,</i> , , , , , , , , , , , , , ,					
(dd/mm/yyyy)	( / / )					
<u>3. N/A</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
	( / / )					
<u>4. N/A</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
(dd/1111/yyyy)	( / / )		Total C. (Ordina	arv shares) Nil		
				ce shares) N/A		-
			•	ther class) N/A		-
			( -	/		-

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	er which are to be Liste	ed, including
Full particulars including ECM approval data (dd/mm/uuu)	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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		
1. N/A	-	
	•	
2. N/A		
	•	
shares (Note 1)		
3. N/A		
	-	
Total D. (Ordinary shares) (Preference shares)	Nil N/A	
(Other class)	N/A N/A	

Oth	her Movements i	n Issued Share	e Capital				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
	Type of Issue			Class of shares				
				issuable (Note 1)	, , ,			
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	<u>N/A</u>
				Class of shares				
			State	issuable (Note 1)	( / /	)		
2.	Open offer	At price :	currency	Issue and allotment date : (dd/mm/yyyy)		,		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	<u>N/A</u>
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				(dd/filli)yyyy)			<u>N/A</u>	<u>N/A</u>
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				AGM approval date: (dd/mm/yyyy)	( / /	)	<u>N/A</u>	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
			Class of shares – issuable <i>(Note 1)</i>			
5.	Scrip dividend	At price : State currency —		// )		
			EGM approval date: ( (dd/mm/yyyy)	// )	N/A	N/A
					<u>1077</u>	
			Class of shares repurchased (Note 1)			
6.	Repurchase of shares		Cancellation date : ( (dd/mm/yyyy)	//)		
			EGM approval date: ( (dd/mm/yyyy)	//)	N/A	N/A
					<u>N/A</u>	<u>N/A</u>
			Class of shares redeemed ( <i>Note 1)</i>			
7.	Redemption of shares		Redemption date : ( (dd/mm/yyyy)	//)		
			EGM approval date: ( (dd/mm/yyyy)	//)	N//A	NI/A
					<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)			
8.	Consideration issue	At price : State currency —	lssue and allotment ( date : (dd/mm/yyyy)	//)		
			EGM approval date: ( (dd/mm/yyyy)	//)	N/A	N/A

	Type of Issue					i	No. of new shares of ssuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares issuable (Note 1)				
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							N/A	N/A
				Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price :	State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	<u>N/A</u>	<u>N/A</u>
					rdinary sha erence sha (Other c	ares	) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(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
(These figures should be the same as the relevant figures under II above ("Movements Capital").)	s in Iss	ued Share

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 17.27A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and

(viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any): N/A	
Submitted by:	Tricor Investor Services Limited
Title:	Branch Share Registrar
(Director, Sec	cretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:* 
  - the securities are of the same nominal value with the same amount called up or paid up;
  - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
  - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.