10,000,000

Status: New Submission



For the month ended:

Increase / decrease (-)

Balance at close of the month

29 February 2024

Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

To : Hong Kong Exchar	nges and Clearing Limited										
Name of Issuer:	Millennium Pacific Group Holdings Limited										
Date Submitted:	01 March 2024										
I. Movements in Au	thorised / Registered Shar	e Capital									
1. Class of shares	Ordinary shares	Ordinary shares		Not applicable			Listed on SEHK (Note 1)		Yes		
Stock code	08147		Description								
Nun			Number of authorised/registered shares			Par valu	e Aut		uthorised/registered share capital		
Balance at close of preceding month		625,000,000				0.016 HKD			10,000,000		

625,000,000 HKD

Total authorised/registered share capital at the end of the month: HKD 10,000,000

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HKD

0.016 HKD

II. Movements in Issued Shares

1. Class of shares	Ordinary share:	5	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	08147		Description				
Balance at close of preceding month		103,073,897					
Increase / decrease (-)		0					
Balance at close of the month	1	103,073,8					

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III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares issuable	Ordinary shares	Type of shares	Not applica	able	Shar	es issuable to be listed or	SEHK (Note 1)	es	
Stock code of shares issuable (if listed on SEHK) (Note 1)		08147		-					-
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the	e month	Number of share opt outstanding at close the month		No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant ther as at close of the mo	secur issue all st	e total number of ities which may be d upon exercise of hare options to be anted under the me at close of the month
1). Share Option Scheme adopted on 20/06/2014 with exercise price of HK \$2.412 per share	2,519,200			2,519	9,200				2,519,200
General Meeting approval date (if applicable)	21 June 2018								
2). Share Option Scheme adopted on 20/06/2014 with exercise price of HK \$0.32 per share	9,307,200			9,307	7,200				9,307,200
General Meeting approval date (if applicable)	26 June 2020				,			•	

Total A (Ordinary	shares):	
Total funds raised during the month from exercise of options:	HKD	(

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

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(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

Class of shares issuable			Type of s	shares	Not applicable	Shares issuable to be listed of	on SEHK (Note 1) Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)			08147					
Description of the Convertibles	on of the Convertibles Currency Amount at clo			Мо	ovement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	
1). Issue of Convertible Bonds Under General Mandate on 14 June 2023	HKD		6,500,000			6,500,000		20,312,500
Type of convertibles	Bond/Note	es .						
Stock code of the Convertibles (if listed on SEHK) (Note 1)								
Subscription/Conversion price	HKD 0.32							
General Meeting approval date (if applicable)								
2). Issue of Convertible Bonds Under General Mandate on 14 September 2023	HKD		3,000,000			3,000,000		20,000,000
Type of convertibles	Bond/Note	es						
Stock code of the Convertibles (if listed on SEHK) (Note 1)								
Subscription/Conversion price	HKD 0.15							
General Meeting approval date (if applicable)								

Total C (Ordinary shares):	

- (D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable
- **(E). Other Movements in Issued Share** Not applicable

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Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E)

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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

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V. Confirmations

We hereby confirm to the best knowledge,	information and belief that, in re	elation to each of the secur	ities issued by the issuer d	uring the month as set out in	Part III and IV which has not bee	:n
previously disclosed in a return published ι	ınder Main Board Rule 13.25A	/ GEM Rule 17.27A, it has	been duly authorised by the	e board of directors of the lis	ted issuer and, insofar as applica	ble

(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 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.

Submitted by:	Chen Yiliang							
Title:	Director							
	(Director, Secretary or other Duly Authorised Officer)							

Notes

- 1. SEHK refers to Stock Exchange of Hong Kong.
- 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 Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

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- 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 submit additional document.
- 5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
- 6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"

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