

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Skyway Securities Group Limited
Date Submitted	01/06/2016

I. Movements in Authorised Share Capital

1. Orumary Shares	1.	Ordinary	Shares
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(1) Stock code : <u>1141</u> Descrip	tion : <u>SKYWA</u>	Y SEC	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	100,000,000,000	HK\$0.01	HK\$1,000,000,000.00
Increase/(decrease)	Nil		Nil
Balance at close of the month	100,000,000,000	HK\$0.01	HK\$1,000,000,000.00
(2) Stock code : <u>N/A</u> Descrip	tion :	N/A	A
(2) Stock code : <u>N/A</u> Descrip	tion : No. of ordinary shares	N/A Par value (State currency)	A Authorised share capital (State currency)
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary	Par value (State	Authorised share capital
	No. of ordinary	Par value (State	Authorised share capital

2. Preference Shares

Stock code :	N/A	Description :	 N/A	
		No. of pr shar	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	f preceding	month	 	
Increase/(decrease)			
Balance at close of	f the month		 	

3. Other Classes of Shares

Stock code :	N/A	N/A Description :		N/A	
		c	No. of other lasses of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close o	f preceding	month			
Increase/(decrease	e)				
Balance at close o	f the month				

Total authorised share capital at the end of the month (State
currency) :HK\$1,000,000,000.00

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	12,704,338,816	N/A	N/A	N/A		
Increase/ (decrease) during the month	1,463,642,292	N/A	N/A	N/A		
Balance at close of the month	14,167,981,108	N/A	N/A	<u>N/A</u>		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM			,		No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date (dd/mm/yyyy) and		Movement duri	ng the month		thereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. 2012 Share	Gruntea	2.110101.500	culterite	Lupsed		
Option Scheme	Nil	Nil	Nil	Nil	Nil	513,960,500
Adjusted	1 111		1,11	1.11		010,000,000
Exercise Price:						
HK\$ 0.234						
(08/09/2015)						
Ordinary shares						
(Note 1)						
2. 2012 Share						
Option Scheme	Nil	Nil	Nil	Nil	Nil	491,637,500
Adjusted						
Exercise Price:						
HK\$0.231						
(08/09/2015)						
Ordinary shares						
(Note 1)						
3. N/A						
(/ /)						
Ordinary shares						
(Note 1)						
		To	tal A. (Ordin		NIL	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur options (State currence		n from exercise o	f	NIL		
options (state current	y)			INIL		

shares of shares of issuer which issuer issued may be issued during the pursuant Currency month thereto as at close of the of Nominal value at Exercised pursuant Description of warrants nominal close of preceding during the Nominal value at thereto month (Date of expiry - dd/mm/yyyy) value month month close of the month 1. Warrants 2017 (13/02/2017) HK\$ HK\$243,750,268.60 HK\$1,364,229.20 HK\$242,386,039.40 13,642,292 2,423,860,394 Stock code (if listed) 1153 Class of shares issuable (Note 1) Ordinary Shares Subscription price HK\$0.10 (Subject to Adjustments) SGM approval date (if applicable) (dd/mm/yyyy) (13/01/2016) 2. N/A / /) (Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 3. N/A (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) (dd/mm/yyyy) 4. N/A / (/) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) (Ordinary shares) Total B. 13,642,292 (Preference shares) N/A (Other class) N/A

No. of new

No. of new

For Main Board and GEM listed issuers

Con	vertibles (i.e. Convertible in	nto Shares of the	Issuer	which are to	be Listed)			
Clas	s and description	Currency of amount outstanding	of	ount at close preceding month	Converted during the month	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
1.	14/11							
	Stock code (if listed) Class of shares issuable (<i>Note 1</i>) 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) (dd/mm/yyyy)	(/ /)					
3.	N/A	_						
	Stock code (if listed)			<u> </u>				
	Class of shares issuable (Note 1)			-				
	Subscription price			-				
	(if applicable)							
Л	(dd/mm/yyyy) N/A	(/ /)	-				
4.	N/A							
	~							
	Stock code (if listed) Class of shares issuable (<i>Note 1</i>)			-				
	Subscription price			-				
	(if applicable) (dd/mm/yyyy)	(/ /)	_				
					Total C. (Ordin		N/A	-
						ence shares) Other class)	N/A N/A	-
					(-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full if a	particulars including EGM approval date (dd/mm/yyyy), oplicable, and class of shares issuable:	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
	On 4 March 2016, the Purchaser, a wholly owned subsidiary of the Company, entered into the Sale and Purchase Agreement with the Vendor in relation to the acquisition of the Sale Share and the Sale Loan by the Purchaser for an aggregate consideration of HK\$ 218,000,000, of which HK\$7,000,000 will be satisfied in cash as Deposit and as to the remaining balance of HK\$211,000,000 shall be satisfied by the allotment and issue of the 1,300,000,000 Consideration Shares by the Company at the Issue price of HK\$ 0.14 per Consideration Share to the Vendor and by issue of the Promissory Notes in the principal amount of HK\$29,000,000. For details, please refer to the Company's announcement dated 4 March 2016 and circular dated 11 May 2016. (SGM: 27/05/2016) Ordinary shares (<i>Note 1</i>)	NIL	1,300,000,000
2.	On 3 May 2016 (after trading hours), the Placing Agent, a wholly owned subsidiary of the Company, entered into the Placing Agreement with the Company pursuant to which the Company has agreed place through the Placing Agent, on a best effort basis, up to 2,550,000,000 Placing Shares at the Placing Price of HK\$0.18 per Placing Share to not less than six Placees who and whose beneficial owners shall be Independent Third Parties. For details, please refer to the Company's announcement dated 3 May 2016 in relation to placing of new shares under specific mandate. (Subject to approval at SGM)		
3.	shares (Note 1) N/A (/ /) shares (Note 1)	NIL	NIL
	Total D. (Ordinary shares) (Preference shares) (Other class)	NIL N/A N/A	

		Issued Share Capital			No. of new shares of issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of
	Type of Issue					the month
			Class of shares — issuable (<i>Note 1</i>)			
1.	Rights issue	At price : State	Issue and allotment (/ date : (dd/mm/yyyy)	′/)		
			EGM approval date: (/ (dd/mm/yyyy)	′/)		
					N/A	N/A
			Class of shares			
2.	Open offer	At price : State	issuable (<i>Note 1</i>) Issue and allotment (/ date : (dd/mm/yyyy)	′/)		
				′/)		
					<u>N/A</u>	N/A
			Class of shares			
3.	Placing	At price : State		′/)		
			EGM approval date: (/ (dd/mm/yyyy)	′/)		
					<u>N/A</u>	N/A
			Class of shares			
4.	Bonus issue			′/)		
				′/)		
					N/A	N/A

Other Movements in Issued Share Capital

	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	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	N/A
			Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares				
7.	Redemption of shares		redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	N/A
			Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

]	For Main Boa	d and GEM liste	
	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
9.	Capital reorganisation		Class of shares issuable (<i>Note 1</i>) Effective date of share subdivision : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
10.	Other (Subscription of New Shares) (see Remarks)	At price : State <u>HK\$0.18</u> currency	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	Ordinary Shares (13/05/2016) (N/A)		NIL
				Ordinary share reference share (Other class		-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) (2)	1,463,642,292
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 in Issued Share Capital").)		

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Remarks (if any):

On 3 May 2016 (after trading hours), the Company entered into the Subscription Agreement with the Subscriber, pursuant to which the Subscriber has conditionally agreed to subscribe for and the Company has conditionally agreed to allot and issue 1,450,000,000 new Shares at the Subscription Price of HK\$0.18 per Subscription Share. The Subscription Price will be settled by the Subscriber by way of set off against the outstanding principal amount of the Promissory Notes, which amounts HK\$261,000,000 as at 3 May 2016. For details, please refer to the Company's announcement dated 3 May 2016 in relation to subscription of new shares under general mandate.

Submitted by: Ng Kwok Leung

 Title:
 Executive Director and Company Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.