

For the month ended (dd/mm/yyyy):

## **Monthly Return of Equity Issuer on Movements in Securities**

To: Hong Kong Exchanges and	Clearing	g Limited						
	Up Energy Development Group Limited 7/1/2019							
I. Movements in Authorised Sha	ıre Capit	al						
1. Ordinary Shares								
(1) Stock code : <u>307</u>	Descrip	otion:	UP ENEI	RGY DEV				
			ordinary ares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding me	onth	20,000,000,000		HK\$0.20	HK\$4,000,000,000.00			
Increase/(decrease)								
Balance at close of the month		20,000	,000,000	HK\$0.20	HK\$4,000,000,000.00			
(2) Stock code : N/A	_Descrip	otion :		N/	'A			
			ordinary ares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding me	onth							
Increase/(decrease)								
Balance at close of the month								

31/12/2018

2. Preference Shares  Stock code : N/A Descri	ption: Convertib	le Preference S	hares
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	2,000,000,000	HK\$0.02	HK\$40,000,000.00
Increase/(decrease)	NIL		NIL
Balance at close of the month	2,000,000,000	HK\$0.02	HK\$40,000,000.00
3. Other Classes of Shares			
Stock code : N/A Descri	ption:	N/A	A
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month		(State	*
		(State	capital
Balance at close of preceding month Increase/(decrease) Balance at close of the month		(State	capital

## II. Movements in Issued Share Capital

	No. of ordinary	shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	4,538,515,411	N/A	NIL	N/A
Increase/ (decrease) during the month	N/A	N/A	NIL	N/A
Balance at close of the month	4,538,515,411	N/A	NIL	N/A

## III. Details of Movements in Issued Share Capital

Total funds raised during the month from exercise of

options (State currency)

Share Options (under Share Option Schemes of the Issuer)

Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto approval date thereto as at close of the Movement during the month (dd/mm/yyyy) and month class of shares <u>iss</u>uable Granted Exercised Lapsed Cancelled 1. Share Option Scheme (19/09/2012) Ordinary shares NIL NIL NIL NIL NIL **NIL** (*Note 1*) 2. N/A shares (*Note 1*) Total A. (Ordinary shares) NIL

(Preference shares)

NIL

(Other class)

N/A

N/A

Warrants to Issue Shares of the Is	suer which are to	be Listed				No. of new shares of	No. of new shares of
Description of warrants	Currency of nominal	Nominal va at close of precedin	of Ex g du	xercised ring the	Nominal value at close of the	issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the month
(Date of expiry - dd/mm/yyyy)	value	month	]	nonth	month		
1. N/A	- - 						
Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
2.	- -						
Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
3.	<del>-</del> -						
( / / ) Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)	<u> </u>				
			Total B.	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	- -

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer which issuer issued during the may be issued pursuant month Currency of pursuant thereto as at Amount at close of Converted during Amount at close of close of the amount thereto Class and description outstanding preceding month the month the month month 1. Tranche AA HK\$ HK\$1,336,500,000.00 Nil Nil Nil Nil Convertible Note due (See Remarks) (See Remarks) December 2018 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary Shares HK\$0.7455 Subscription price SGM approval date (if applicable) (13/02/2015)(dd/mm/yyyy)) 2. Tranche BB HK\$ HK\$1,831,867,787.00 Nil Nil Nil Nil Convertible Note due (See Remarks) (See Remarks) December 2018 Stock code (if listed) N/A Class of shares **Ordinary Shares** issuable (Note 1) Subscription price HK\$0.7455 SGM approval date (if applicable) (dd/mm/yyyy) (13/02/2015)3. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price ( / / ) 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price SGM approval date (if applicable) (dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) N/A N/A (Other class)

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 particulars including AGM approval date (dd/mm/yyyy), if applicable, 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
1. N/A		
( / / )		
shares (Note 1)	N/A	N/A
2. N/A		
shares (Note 1)		
3. N/A		
5. <u>IV/A</u>		
shares (Note 1)		
	27/4	
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A	
,		

Otl	her Movements i	n Issued Share 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
	Type of Issue						month
			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)	( / /	)		
						N/A	N/A
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	<b>NI/A</b>	NT/ A
						N/A	N/A

							No. of new shares of issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the
	Type of Issue							month
				Class of shares issuable (Note 1)				
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 (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	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(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	Issue and allotment date: (dd/mm/yyyy) ( / /	)		
	AGM approval date: (dd/mm/yyyy) ( / /	)	N/A	N/A
	Total E. (Ordinary (Preference (Othe		N/A	
Total increase / (decrease) in ordinary sł	hares during the month (i.e. Total of A to E):	(1)	N/A	
		(2)	N/A	
Total increase / (decrease) in preference	shares during the month (i.e. Total of A to E):		N/A	
, ,	es of shares during the month (i.e. Total of A to E):		N/A	
(These figures should be the same as the	e relevant figures under II above ("Movements in Is	sued S	hare Capital").)	

Remarks (if any):
The Tranche AA Convertible Note due in December 2018 and Tranche BB Convertible Note due in December
2018 have matured on 31 December 2018.
Submitted by: <u>Tricor Secretaries Limited</u>
Title: Hong Kong Branch Share Registrar
(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.