



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

For the month ended: 31 October 2021

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Ping An Securities Group (Holdings) Limited (Carrying on business in Hong Kong as PAN Securities Group Limited) (In Liquidation)

Date Submitted: 03 November 2021

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00231	Description	Ordinary Shares			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	300,000,000,000	HKD	0.01	HKD	3,000,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	300,000,000,000	HKD	0.01	HKD	3,000,000,000	

Total authorised/registered share capital at the end of the month: HKD 3,000,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00231	Description	Ordinary Shares			
Balance at close of preceding month		5,165,863,003				
Increase / decrease (-)						
Balance at close of the month		5,165,863,003				

III. Details of Movements in Issued Shares

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

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00231					
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of 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 thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
1). Share option scheme adopted on 23/6/2011	0			0	0	0	0
General Meeting approval date (if applicable)	23 June 2011						

Total A (Ordinary shares): 0

Total funds raised during the month from exercise of options: HKD 0

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

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

1. Type of shares issuable		Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00231						
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1).	Adjustments to conversion price and number of conversion shares (re: announcement dated 5 Sep 2018) in relation to the convertible note in an aggregate principal amount of HK\$100,000,000 convertible into 500,000,000 conversion shares issued on 25 Sep 2015 (re: circular dated 29 May 2015)	HKD	100,000,000			100,000,000	0	125,000,000
Type of convertibles		Bond/Notes						
Stock code of the Convertibles (if listed on SEHK) (Note 1)								
Subscription/Conversion price		HKD	0.8					
General Meeting approval date (if applicable)		16 June 2015						
2).	Adjustments to conversion price and number of conversion shares (re: announcement dated 5 Sep 2018) in relation to the convertible bonds in an aggregate principal amount of HK\$200,000,000 convertible into 2,083,333,333 conversion shares issued on 27 Feb 2017 (re: announcements dated 20 Jan 2017 and 27	HKD	90,000,000			90,000,000	0	380,549,682

<p>Feb 2017). Of the principal amount of HK\$200,000,00, HK\$100,000,000 falling due on the First Maturity Date was amended to HK \$90,000,000 (re: announcements dated 26 Feb 2019 and 28 Feb 2019).</p>						
<p>Type of convertibles Stock code of the Convertibles (if listed on SEHK) (Note 1) Subscription/Conversion price General Meeting approval date (if applicable)</p>	<p>Bond/Notes HKD 0.2365 01 June 2016</p>					
<p>3). Adjustments to conversion price and number of conversion shares (re: announcement dated 5 Sep 2018) in relation to the convertible bonds in an aggregate principal amount of HK\$200,000,000 convertible into 2,083,333,333 conversion shares issued on 27 Feb 2017 (re: announcements dated 20 Jan 2017 and 27 Feb 2017). Of the principal amount of HK \$200,000,000, HK \$100,000,000 falling due on the First Maturity Date was amended to HK \$90,000,000 (re: announcements dated 26 Feb 2019 and 28 Feb 2019), while the terms and conditions of the remaining principal amount of HK \$100,000,000 due on the Second Maturity Date remain unchanged.</p>	<p>HKD</p>	<p>100,000,000</p>		<p>100,000,000</p>	<p>0</p>	<p>260,416,666</p>

Type of convertibles	Bond/Notes
Stock code of the Convertibles (if listed on SEHK) (Note 1)	
Subscription/Conversion price	HKD 0.384
General Meeting approval date (if applicable)	01 June 2016

Total C (Ordinary shares): _____ 0

(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

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____ 0

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

V. Confirmations

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 and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised 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 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:

On 10 May 2021, Ping An Securities Group (Holdings) Limited (In Liquidation) (the "Company") was ordered to be wound up by the High Court of the HKSAR (the "Court") in HCCW 217/2020 and the Official Receiver was appointed as the Provisional Liquidator of the Company. On 19 August 2021, a regulating order was granted by the Court appointing Mr. Lai Kar Yan (Derek) and Mr. Yip Wa Ming (Ben), both of Deloitte Touche Tohmatsu, as the joint and several liquidators of the Company (the "Liquidators"). The Liquidators submitted this monthly return according to the information available to them.

Submitted by: Lai Kar Yan (Derek) and Yip Wa Ming (Ben)

Title: Joint and Several Liquidators (acting without personal liability)

(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.
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
 - . “type of shares issuable” should be construed as “type 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
 - . “type of shares issuable” should be construed as “type of shares redeemed”; and
 - . “issue and allotment date” should be construed as “redemption date”