



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 December 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: SenseTime Group Inc. (a company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

Date Submitted: 05 January 2023

I. Movements in Authorised / Registered Share Capital

1. Type of shares	WVR ordinary shares	Class of shares	Class B	Listed on SEHK (Note 1)	Yes	
Stock code	00020	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	1,992,000,000,000	USD	0.000000025	USD	49,800	
Increase / decrease (-)				USD		
Balance at close of the month	1,992,000,000,000	USD	0.000000025	USD	49,800	

2. Type of shares	WVR ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	8,000,000,000	USD	0.000000025	USD	200	
Increase / decrease (-)				USD		
Balance at close of the month	8,000,000,000	USD	0.000000025	USD	200	

Total authorised/registered share capital at the end of the month: USD 50,000

II. Movements in Issued Shares

1. Type of shares	WVR ordinary shares	Class of shares	Class B	Listed on SEHK (Note 1)	Yes	
Stock code	00020	Description				
Balance at close of preceding month		25,973,445,420				
Increase / decrease (-)		-24,635,492				
Balance at close of the month		25,948,809,928				

2. Type of shares	WVR ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description				
Balance at close of preceding month		7,527,254,580				
Increase / decrease (-)		-7,139,508				
Balance at close of the month		7,520,115,072				

III. Details of Movements in Issued Shares

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

1. Type of shares issuable	WVR ordinary shares	Class of shares	Class B	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)	00020						
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). Class B Shares held by SenseTalent Management Limited for the Pre-IPO ESOP and Pre-IPO RSU Plan (each adopted on 01/11/2016 as amended from time to time)	3,742,739,476	Others	-16,762,946	3,725,976,530		0	0
		Sold					
General Meeting approval date (if applicable) _____							

Total A (WVR ordinary shares Class B): _____

Total funds raised during the month from exercise of options: _____

Remarks:

Among the 3,725,976,530 Class B Shares held by SenseTalent Management Limited, 3,253,888,486 Class B Shares are held for the Pre-IPO ESOP and 472,088,044 Class B Shares are held for the Pre-IPO RSU Plan.

(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) Not applicable

(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

1. Type of shares issuable (Note 5 and 6)	WVR ordinary shares	Class of shares	Class B	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		00020				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Repurchase of shares			30 December 2022	24 June 2022	-31,775,000	
2). Other (Please specify)			30 December 2022	24 June 2022	7,139,508	
Conversion of Class A Shares to Class B Shares						

2. Type of shares issuable (Note 5 and 6)	WVR ordinary shares	Class of shares	Class A	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	No	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)						
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Other (Please specify)			30 December 2022		-7,139,508	
Conversion of Class A Shares to Class B Shares						

Total E (WVR ordinary shares Class B): -24,635,492Total E (WVR ordinary shares Class A): -7,139,508

Remarks:

Repurchase of 1,800,000 Class B Shares were made on 16 September 2022, repurchase of 2,275,000 Class B Shares were made on 19 September 2022, repurchase of 6,100,000 Class B Shares were made on 20 September 2022, repurchase of 10,000,000 Class B Shares were made on 21 September 2022, repurchase of 4,000,000 Class B Shares were made on 22 September 2022, repurchase of 4,600,000 Class B Shares were made on 23 September 2022 and repurchase of 3,000,000 Class B Shares were made on 26 September 2022. All the above-mentioned Class B Shares were canceled (the "Cancellation of Repurchase Shares") on 30 December 2022. Upon Cancellation of Repurchased Shares, Infinity Vision Enterprise Inc., a holder of Class A Shares, simultaneously converted 7,139,508 Class A Shares into 7,139,508 Class B Shares on a one-to-one ratio pursuant to Rule 8A.21 of the Listing Rules, such that the proportion of shares carrying WVR of the Company shall not be increased, pursuant to the requirements under Rules 8A.13 and 8A.15 of the Listing Rules.

Total increase / decrease (-) in WVR ordinary shares Class B during the month (i.e. Total of A to E)	<u>-24,635,492</u>
Total increase / decrease (-) in WVR ordinary shares Class A during the month (i.e. Total of A to E)	<u>-7,139,508</u>

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.

Submitted by: Xu Li

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.

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"