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 January 2023

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: LVGEM (China) Real Estate Investment Company Limited

Date Submitted: 03 February 2023

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	rdinary shares Cl		Not applicable		Listed on SEHK (Note 1)		Yes		
Stock code	00095	95 D		Ordinary	Ordinary Shares					
	Number			d shares Par value Authorised/registered s					ed share capital	
Balance at close of preceding	Balance at close of preceding month		30,000	0,000,000 HKD 0.01 HKD				300,000,000		
Increase / decrease (-)								HKD		
Balance at close of the month			30,000	,000,000	HKD 0.01 HKD				300,000,000	

2. Type of shares	Preference shares C		Class of shares	Other class (specify in description)		Listed on SEHK (Note 1)		No				
Stock code	N/A		Description	Convertil	Convertible Preference Shares							
Number of authorised/registe				d shares	shares Par value Authorised/registered share of					ed share capital		
Balance at close of preceding	Balance at close of preceding month		6,600,000,000				0.01	HKD	66,000,000			
Increase / decrease (-)						•		HKD				
Balance at close of the month			6,600	HKD		0.01	HKD		66,000,000			

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

366,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	5	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00095		Description	Ordinary Shares			
Balance at close of preceding month		5,097,703,975					
Increase / decrease (-)							
Balance at close of the month		5,097,703,975					

2. Type of shares	Preference sha	res Class of shares Ot		Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	N/A		Description	Convertible Preference Shares			
Balance at close of preceding	Balance at close of preceding month		3,404,575,241				
Increase / decrease (-)							
Balance at close of the month		3,404,575,241					

III. Details of Movements in Issued Shares

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

1. Type of shares issuable	Ordinary shares	Clas	s of shares	Not applica	t applicable		Shares issuable to be listed on SEHK (Note 1)			
Stock code of shares issuabl	e (if listed on SEHK) (Note	21) 0009	95							
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Move	ment during the	month	Number of share op outstanding at clos the month		month pursuant thereto	No. of new share issuer which may issued pursuant th as at close of the r	s oi v be ereto	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 02/06/2016	244,340,000				244,34	10,000	0	244,34	40,000	244,340,000
General Meeting approval date (if applicable)										

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 sha	res	Class of	shares	Not applicable	Shares issuable to be listed o	n SEHK (Note 1) Yes			
Stock code of shares issuable	Stock code of shares issuable (if listed on SEHK) (Note 1) 00095		00095							
Description of the Convertible	es Currency	Amount at clo preceding m		Мс	ovement during the month	Amount at close of the month	No. of new share issuer issued durir month pursuant th (C)	ng the ereto	No. of new shares issuer which may issued pursuant the as at close of the m	v be ereto
1). Unlisted Convertible Preference Shares	HKD	3,4	04,575,241			3,404,575,241		0	3,404,57	'5,241
Type of convertibles	Preference	e Shares								
Stock code of the Convertibles (if listed on SEHK) (Note 1)	6									
Subscription/Conversion price	HKD									
General Meeting approval dat (if applicable)	e 23 Novem	ber 2015								

2. Type of shares issuable	Ordinary shai	res	Class of shares	6	Not applicable	Shares issuable to be listed of	on SEHK (Note 1)	Yes		
Stock code of shares issuable	e (if listed on S	SEHK) (Note 1)	00095					•		
Description of the Convertibl	es Currency	Amount at clo preceding m		Мо	vement during the month	Amount at close of the month	No. of new share issuer issued durin month pursuant th (C)	ng the ereto	issuer issued p	new shares of which may be ursuant thereto se of the month
1). Unlisted Convertible Bon- issued on 18 November 2016	ds USD		50,000,000			50,000,000		0		154,890,219
Type of convertibles	Bond/Note	es								
Stock code of the Convertible (if listed on SEHK) (Note 1)	S									
Subscription/Conversion price	e HKD	HKD 2.505								
General Meeting approval dat (if applicable)	te 02 June 2	016								

3. Type of shares issuable	Ordinary sha	res	Class of	shares	Not applicable	Shares issuable to be listed of	on SEHK (Note 1)	Yes		
Stock code of shares issuable	(if listed on S	SEHK) (Note 1)	00095							
Description of the Convertible	s Currency	Amount at clo preceding m		Mc	ovement during the month	Amount at close of the month	No. of new share issuer issued durin month pursuant th (C)	ng the ereto	issuer issued p	new shares of which may be pursuant thereto use of the month
1). Unlisted Convertible Bond issued on 17 May 2018	s USD		78,000,000			78,000,000		0		210,412,371
Type of convertibles	Bond/Note	es								
Stock code of the Convertibles (if listed on SEHK) (Note 1)	; 									
Subscription/Conversion price	HKD		2.91							
General Meeting approval date (if applicable)	² 21 June 2	017								
						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

reviously 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) al Imoney due to the listed issuer in respect of the issue of securities has been received by it; b) 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; ii) all (f any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled; v) all the securities of each class are in all respects identical (Note 3); d) 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; d) 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; di) 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 diii) the trust deed/deed pol 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. emarks: ince there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return. ubmitted by: Link Kin Man										
all money due to the listed issuer in respect of the issue of securities has been received by it; 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; all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled; 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; all the definitive documents of tile have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue; all the definitive documents 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 atil 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. emarks: ince there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return. ubmitted by: Chan Kin Man Chan Kin Man Company Secretary	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:									
 a) 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; ii) 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); i) 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; ii) 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; iii) 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 iii) 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. emarks: ince there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return. ubmitted by: <u>Chan Kin Man</u> <u>Company Secretary</u> 	(Note 2)									
ii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled; v) 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; ii) 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; iii) 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 fully satisfied; and viiii) 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. emarks:	(i) all money due to the listed issuer in respect of the issue of securities has been received by it;									
v) 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) 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; viii) 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 viiii) 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. emarks:	e-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;									
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been made with other legal requirements; Intervent of the purchase 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 iii) 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. emarks: Intervention of the issued share capital during the month, no confirmation is required to be made in Part V of this return. ubmitted by: Chan Kin Man itte: Company Secretary	(iv) all the securities of each class are in all respects identical (Note 3);									
iii) 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 iiii) 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. emarks: ince there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return. ubmitted by: Chan Kin Man Company Secretary	(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;									
consideration for all such property has been duly satisfied; and (iii) 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. emarks: ince there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return. ubmitted by: Chan Kin Man itle: Company Secretary	(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;									
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ubmitted by: Chan Kin Man itle: Company Secretary	Remarks:									
itle: Company Secretary	Since there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return.									
itle: Company Secretary										
(Director, Secretary or other Duly Authorised Officer)	Title: Company Secretary									
	(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"