



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: 30 November 2023

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: ESR Group Limited

Date Submitted: 05 December 2023

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01821	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	8,000,000,000	USD	0.001	USD	8,000,000	
Increase / decrease (-)				USD		
Balance at close of the month	8,000,000,000	USD	0.001	USD	8,000,000	

Total authorised/registered share capital at the end of the month: USD 8,000,000

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01821	Description				
Balance at close of preceding month			4,356,866,254			
Increase / decrease (-)			-19,252,800			
Balance at close of the month			4,337,613,454			

III. Details of Movements in Issued Shares

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

1. Class of shares issuable		Ordinary shares	Type 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)		01821					
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). KM ESOP (the terms of which are not subject to the provisions of Chapter 17 of the Listing Rules).	13,763,185	Granted	0	13,746,707	0	13,746,707	0
		Exercised	0				
		Cancelled	0				
		Lapsed	-16,478				
General Meeting approval date (if applicable)		24 November 2017					
2). Tier 1 ESOP (the terms of which are not subject to the provisions of Chapter 17 of the Listing Rules)	7,799,856	Granted	0	7,799,856	0	7,799,856	0
		Exercised	0				
		Cancelled	0				
		Lapsed	0				
General Meeting approval date (if applicable)		03 November 2015					
3). Post-IPO Share Option Scheme (Remark (1))	18,228,200	Granted	0	18,228,200	0	18,228,200	219,183,312
		Exercised	0				
		Cancelled	0				
		Lapsed	0				
General Meeting approval date (if applicable)		12 October 2019					

Total A (Ordinary shares): _____ 0

Total funds raised during the month from exercise of options: USD _____ 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. Class of shares issuable		Ordinary shares		Type 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)				01821					
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).	Convertible Bond due 2025 (1.5%) listed on Singapore Exchange Securities Trading Limited	USD	600,000	Redeemed	-600,000	0	0	0	
Type of convertibles		Bond/Notes							
Stock code of the Convertibles (if listed on SEHK) (Note 1)		_____							
Subscription/Conversion price		HKD	31.29	_____					
General Meeting approval date (if applicable)		_____							

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

1. Class of shares issuable (Note 5 and 6)	Ordinary shares	Type of shares	Not applicable	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)		01821				
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			13 November 2023	07 June 2023	-19,252,800	0
2). Repurchase of shares				07 June 2023	0	-28,971,200

Total E (Ordinary shares): -19,252,800

Remarks:

On 13 November 2023, a total of 19,252,800 ordinary shares were cancelled, of which shares were repurchased during 5 October 2023 to 31 October 2023. Repurchases of a total of 28,971,200 ordinary shares were made from 1 November 2023 to 30 November 2023 but not yet cancelled as at 30 November 2023.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) -19,252,800

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

V. Confirmations

Not applicable

Submitted by: Richard Kin-sing Lee

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