

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : _____31/01/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	寶業集團股份有限公司
	Baoye Group Company Limited*
Date Submitted	01/02/2019

I. Movements in Authorised Share Capital

1. Ordinary	Shares
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(1) Stock code :	N/A	Description :	N/A	<u> </u>
		No. of ordina shares	Par value ary (State currency)	Registered share capital (State currency)
Balance at close of p	receding	month		
Increase/(decrease)				
Balance at close of t	he month			
(2) Stock code :	N/A	Description :	N/A	
		No. of ordina shares	Par value ary (State currency))	Registered share capital (State currency)
Balance at close of p	receding	month		
Increase/(decrease)			<u> </u>	
Balance at close of t	he month			

* For identification purpose only

2. Preference Shares

Stock code :	N/A	Description :		N/A	
			preference nares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding n	onth			
Increase/(decrease))				
Balance at close of	the month				

3. Other Classes of Shares

Stock code : N/A	Description :	: <u>N/A</u>	
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	nonth	<u> </u>	
Increase/(decrease)		-	
Balance at close of the month			

Total registered share capital at the end of the month (*State currency*) : N/A

II. Movements in Issued Share Capital

	No. of orc (1)	linary shares (2)	No of preference	No. of other classes
	H Share	Domestic Share	shares	of shares
Balance at close of preceding month	211,922,000	350,742,053	N/A	N/A
Increase/ (decrease) during the month	NIL	NIL	N/A	N/A
Balance at close of the month	211,922,000	350,742,053	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Particulars of share option scheme					No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant thereto	issued pursuant therete as at close of the mont
approval date (dd/mm/yyyy) and -		Movement duri	ng the month		- thereto	as at close of the mont
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. N/A						
(/ /)						
shares						
(Note 1)						
2. N/A						
2. 10/11						
(/ /)						
shares						
(Note 1)						
2 11/1						
3. N/A						
shares						
(Note 1)						
		Тс	otal A. (Ordin	ary shares)	N/A	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
otal funds raised dur		from exercise o				
ptions (State currenc	y)		N/A			

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	Exercised during the month	Nominal value at close of the month	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					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /)				
T. IV/A					
(/ /) Stock code (if listed)					
Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>	L	

Convertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to	be Listed)			
Class and description <u>1. N/A</u>	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	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
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy))	(/ /)					
2. N/A	(, , ,)					
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)						
3. N/A	(/ /)					
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A	(' ')					
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(nary shares) <u>N/A</u>		_
				ence shares) $\frac{N/A}{N/A}$		-
			(Other class) <u>N/A</u>	1	-

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 EGM approval date (dd/mm/yyyy), issued pursuant thereto if applicable, and class of shares issuable: issued pursuant thereto 1. On 23 March 2018, the Board proposes the resolutions relating to the month pursuant the proposed adoption of the Share Incentive Scheme regarding as at close of the month Non-tradable and Non-listed Domestic Shares for consideration and approval by way of a special resolution at the Shareholders' General Meeting and the Class Meetings. Under the Share Incentive Scheme, the Board is a suthorised to issue up to 29,310,503 new Domestic Shares at the Grant Price of HKS5.17 per Incentive Share, to the Employee Stock Ownership Plans (*ESOP*) as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL (Prefereres shares) N/A		No. of new shares of issuer issued during	No. of new shares of issuer which may be
1. On 23 March 2018, the Board proposes the resolutions relating to the proposed adoption of the Share Incentive Scheme regarding Non-tradable and Non-listed Domestic Shares for consideration and approval by way of a special resolution at the Shareholders' General Meeting and the Class Meetings. Under the Share Incentive Scheme, the Board is authorised to issue up to 29,310,503 new Domestic Shares at the Grant Price of HK\$5.17 per Incentive Share, to the Employee Stock Ownership Plans ("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018.		the month pursuant thereto	issued pursuant thereto as at close of the month
the proposed adoption of the Share Incentive Scheme regarding Non-tradable and Non-listed Domestic Shares for consideration and approval by way of a special resolution at the Shareholders' General Meeting and the Class Meetings. Under the Share Incentive Scheme, the Board is authorised to issue up to 29,310,503 new Domestic Shares at the Grant Price of HK\$5.17 per Incentive Share, to the Employee Stock Ownership Plans ("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. (Subject to approval at Shareholders' General Meeting & Class Meetings) (Subject to approval at Shareholders' General Meeting & Class Meetings) (V/A) (N/A) (/ / /) shares (Note 1) 3. N/A (/ / /) shares (Note 1)			
Non-tradable and Non-listed Domestic Shares for consideration and approval by way of a special resolution at the Shareholders' General Meeting and the Class Meetings. Under the Share Incentive Scheme, the Board is authorised to issue up to 29,310,503 new Domestic Shares at the Grant Price of HK\$5.17 per Incentive Share, to the Employee Stock Ownership Plans ("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. (Subject to approval at Shareholders' General Meeting & Class Meetings) Domestic shares (Note 1) NIL N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) NIL			
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Incentive Scheme, the Board is authorised to issue up to 29,310,503 new Domestic Shares at the Grant Price of HK\$5.17 per Incentive Share, to the Employee Stock Ownership Plans ("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. (Subject to approval at Shareholders' General Meeting & Class Meetings) (Subject to approval at Shareholders' General Meeting & Class Meetings) (Subject to approval at Shareholders' General Meeting & Class Meetings) (N/A (N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A			
29,310,503 new Domestic Shares at the Grant Price of HK\$5.17 per Incentive Share, to the Employee Stock Ownership Plans ("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018.			
per Incentive Share, to the Employee Stock Ownership Plans ("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. (Subject to approval at Shareholders' General Meeting & Class Meetings) (Subject to approval at Shareholders' General Meeting & Class Meetings) (N/A (///) shares (Note 1) NIL N/A (///) shares (Note 1) Shares (Note 1) N/A (///) shares (Note 1) Shares (Note 1) N/A (///) shares (Note 1) N/A (///) shares (Note 1) N/A (///) shares (Note 1) Shares (Note 1) NIL (Preference shares) N/A			
("ESOP") as Incentive Shares under the Scheme, and the Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. (Subject to approval at Shareholders' General Meeting & Class Meetings) (Subject to approval at Shareholders' General Meeting & Class Meetings) (N/A (///) shares (Note 1) NIL N/A (///) shares (Note 1) NIL N/A (///) shares (Note 1) NIL (///) shares (Note 1) NIL (Preference shares) N/A			
Participants will be indirectly interested in the Incentive Shares through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL NIL 2. N/A			
through their interests in the ESOP. For details, please refer to the Company's announcement dated 23 March 2018. NIL (Subject to approval at Shareholders' General Meeting & Class Meetings) NIL NIL 2. N/A (//) NIL NIL 3. N/A (//) shares (Note 1) (//) 3. N/A (//) shares (Note 1) 3. N/A (//) NIL NIL (///) shares (Note 1) Shares (Note 1) NIL (///) shares (Note 1) NIL NIL			
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(Subject to approval at Shareholders' General Meeting & Class Meetings) NIL NIL 2. N/A (//) (//) shares (Note 1) NIL 3. N/A (//) (///) shares (Note 1) (//) shares (Note 1) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A			
Domestic shares (Note I) NIL NIL 2. N/A	Company's announcement dated 23 March 2018.		
Domestic shares (Note I) NIL NIL 2. N/A	(Subject to enpressed at Shereholders' Constal Meeting & Class Meetings)		
2. N/A		NII	NII
Image: state of the state		NIL	NIL
Image: state of the state	2 NI/A		
3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A	2. <u>N/A</u>		
3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A			
3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A			
3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A			
(/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A			
(/ /) shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A	3 N/A		
Total D. (Ordinary shares) NIL (Preference shares) N/A	5. <u>IVA</u>		
Total D. (Ordinary shares) NIL (Preference shares) N/A			
Total D. (Ordinary shares) NIL (Preference shares) N/A		•	
Total D. (Ordinary shares) NIL (Preference shares) N/A	shares (Note 1)		
(Preference shares) N/A			
(Preference shares) N/A	Total D. (Ordinary shares)	NIL	

	Type of Issue	ssued 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 month
			Class of shares issuable (<i>Note 1</i>)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
4.	Bonus issue		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				
5.	Scrip dividend At price : State currency	issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	NT/A	NT/ A
					<u>N/A</u>	<u>N/A</u>
		Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		AGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue At price : State	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 (<i>Note 1</i>)				
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
10.	Other (Please specify)	At price : State currency	- Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Total E. (1	(Ordinary Preference (Othe	share		

l increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):		H Shares – NIL				
	(2)	A Shares – NIL				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A					
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E)	N/A					
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)						

Remarks (if any):
N/A
Submitted by: <u>Tricor Tengis Limited</u>
Title: Hong Kong H 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.