

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

31/07/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	寶業集團股份有限公司 (於中華人民共和國註冊成立之股份有限公司) Baoye Group Company Limited*
	(a joint stock limited company incorporated in the People's Republic of China)
Date Submitted	02/08/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>N/A</u> Descrip	otion :	N/A					
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>				
Balance at close of preceding month							
Increase/(decrease)		_					
Balance at close of the month							
		N/A					
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A					
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	Par value <i>(State</i>					
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				

* For identification purpose only

2. Preference Shares

Stock code :	N/A	_Descript	ion :	N/A			
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>		
Balance at close of preceding month							
Increase/(decreas	e)	_					
Balance at close c	of the mont	th _					

3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :	N/A	<u> </u>		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>		
Balance at close of preceding month							
Increase/(decrease	e)	_		-			
Balance at close o	of the mon	th _		- <u> </u>			

Total authorised share capital at the end of the month (State currency):

II. Movements in Issued Share Capital

	No. of or (1) H Share	dinary shares (2) Domestic Share	No of preference shares	No. of other classes 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 (und	der Share Opt	tion Schemes of	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant thereto	
including EGM approval date	ſ	Novement duri	ng the month		Inereto	thereto as at close of the month
(dd/mm/yyyy)						
and class of						
shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. N/A						
(/ /)						
shares						
(Note 1)						
<u>2. N/A</u>						
shares						
(Note 1)						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
		Tota	IA. (Ordina			
			(Preferenc	,		
			•	her class)	N/A	
Total funds raised of		nth from exerc				
of options (State cu	urrency)		N/A			

Warrants to Issue Shares of the	Issuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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
<u>1. N/A</u>						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy) 2. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
<u>3. IVA</u>						
Class of shares issuable <i>(Note 1)</i> Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy) <u>4.</u> N/A	(/ /)				
(/ /)						
Subscription price						
(if applicable)	(/ /)				
		Total B	. (Ordina	ary shares) N/A		
			•	ce shares) N/A		-
				ther class) <u>N/A</u>		_
			-			

	Currency of amount	Amount at close of preceding	Converted during the	Amount at close of the	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 and description	outstanding	month	month	month		
<u>1.</u> N/A	- - -					
Stock code (if listed) Class of shares						
issuable (Note 1) 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)	(/ /)					
<u>3. N/A</u>	-					
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date (if applicable)	(/ /)					
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)	(/ /)					
		T		ry shares) N/A be shares) N/A ther class) N/A		

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		the month
 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. 		
(Subject to approval at Shareholders' General Meeting & Class Meetings) Domestic shares (Note 1)	NIL	NIL
2. <u>N/A</u>		
3. <u>N/A</u>		
(/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares)	NIL N/A	
(Other class)	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
1.	Rights issue	At price :	State currency	Issue and allotment	/ /		<u>N/A</u>	<u>N/A</u>
2.	Open offer	At price :	State currency	date : (dd/mm/yyyy)	/ /		<u>N/A</u>	<u>N/A</u>
3.	Placing	At price :	State currency	date : (dd/mm/yyyy))	<u>N/A</u>	<u>N/A</u>
4.	Bonus issue			date : (dd/mm/yyyy)	1 1)	<u>N/A</u>	<u>N/A</u>

							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
	Type of Issue							month
5.	Scrip dividend	At price :	State currency	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		<u>N/A</u>	<u>N/A</u>
6.	Repurchase of shares			Class of shares repurchased <i>(Note 1)</i> Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	_ <u>N/A</u>
7.	Redemption of shares			Class of shares redeemed <i>(Note 1)</i> Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		<u>N/A</u>	_ <u>N/A</u>
8.	Consideration issue	At price :	State currency	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		<u>N/A</u>	<u>N/A</u>

	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 (Note 1)		_		
9.	Capital reorganisation		lssue 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	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
			Total E. (Ordinary shares (Preference shares				
	(Other class						

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	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").)						

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 which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized 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 (if ar	ıy):	
N/A		
Submitted by:	Pang Baogen	
Title: (Directo	Director or, Secretary or other duly authorised officer)	

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 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 rule 13.25A 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 append the prescribed continuation sheet.