

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>30/11/2017</u>

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer |
|----------------|
| Date Submitted |

| Tianli Holdings Group Limited | |
|-------------------------------|--|
| 4 December 2017 | |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|-------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code : <u>117</u> Descrip | otion : Ordinary | Shares | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 1,000,000,000 | HK\$0.01 | HK\$10,000,000 |
| Increase/(decrease) | | | |
| Balance at close of the month | 1,000,000,000 | HK\$0.01 | HK\$10,000,000 |
| (2) Stock code : <u>N/A</u> Descrip | otion : | N/A | A |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

2. Preference Shares

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

3. Other Classes of Shares

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

 Total authorised share capital at the end of the month (State currency) :
 HK\$10,000,000

II. Movements in Issued Share Capital

| | No. of ordin | nary shares | No of preference | No. of other classes |
|--|--------------|-------------|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 744,750,000 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | -/- | | | |
| Balance at close of the month | 744,750,000 | | | |

III. Details of Movements in Issued Share Capital

| Particulars of share | Share Option | Schemes of the h | ssuer) | | No. of new shares of | No. of new shares of |
|------------------------|----------------|--------------------|--------------|--------------|-------------------------|--------------------------|
| option scheme | | | | | issuer issued during | issuer which may be |
| including EGM | | | | | the month pursuant | issued pursuant thereto |
| approval date | | Movement durin | g the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | Wovement dum | g the month | | | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Approved and | | | | | | |
| adopted pursuant | | | | | | |
| to the written | | | | | | |
| resolution by all | | | | | | |
| shareholders | | | | | | |
| (30 /11 /2007) | - / - | - / - | - / - | - / - | - / - | - / - |
| Ordinary Shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | Tot | al A. (Ordin | ary shares) | - / - | |
| | | | (Prefere | nce shares) | - / - | |
| | | | (0 | Other class) | - / - - / - - / - | |
| Total funds raised dur | ring the month | h from exercise of | | | | |
| options (State current | | | | - / - | | |
| | | | | | — | |

Share Options (under Share Option Schemes of the Issuer)

| 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 |
|---|---|----------------------------------|--|--|--|
| <u>1.</u> | - | | | | |
| | - | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | |
| | - | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | (/ /) | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) | | | | | |
| Subscription price | | | | | |
| EGM approval date (if applicable) | | | | | |
| | (/ /) | | | | |
| 4. | - | | | | |
| | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| | | | 1 \ | | |
| | Total | (Prefere | nary shares) ence shares) Other class) | | |

| Convertibles (i.e. Convertible i | nto Change of the L | | | or Main Board and GEM listed issuers | | | |
|--|---------------------|--|----------------------------------|--------------------------------------|--|--|--|
| Class and description | | 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 | |
| <u>1.</u> | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price | | · | | | | | |
| EGM approval date (if applicable) | | | | | | | |
| (dd/mm/yyyy)) | (/ /) | | | | | | |
| <u>2.</u> | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) | · | · . | | | | | |
| Class of shares | | | | | | | |
| issuable (Note 1) | | | | | | | |
| EGM approval date | | | | | | | |
| (if applicable) | | | | | | | |
| (dd/mm/yyyy)3. | (/ /) | | | | | | |
| <u>.</u> | | | | | | | |
| | _ | | | | | | |
| | <u> </u> | | | | | | |
| Stock code (if listed) Class of shares | | | | | | | |
| issuable (Note 1) | | | | | | | |
| Subscription price EGM approval date | | | | | | | |
| (if applicable) | | | | | | | |
| | (/ /) | | | | | | |
| 4. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (Note 1) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | | |
| | | | Fotal C. (Ordin | nary shares) | | - | |
| | | | (Pretere | ence shares) Other class) | | - | |

For Main Board and GEM listed issuers 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), | 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 |
|--|---|--|
| if applicable, and class of shares issuable: | | |
| 1. | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 2 | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 3 | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| Total D. (Ordinary shares) | | |
| (Preference shares) | | |
| (Other class) | | |
| | | |

| | Type of Issue | in Issued 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 |
|----|---------------|------------------------------|--|---|--|---|
| 1. | Rights issue | At price : State | Class of shares issuable (<i>Note 1</i>) (/ / Issue and allotment date : (dd/mm/yyyy) (/ / EGM approval date: (dd/mm/yyyy) | | | |
| 2. | Open offer | 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) | | - - | |
| 3. | Placing | At price : State | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | | | |
| 4. | Bonus issue | | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) |) | | |

| | Type of Issue | | For Ma | ain B | oard and GEM No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|----|---|---|--------|-------|--|----------------------|
| 5. | Scrip At price : State dividend Currency | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / | | | |
| 6. | Repurchase of shares | Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / | | | |
| 7. | Redemption of shares | Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / | | · | |
| 8. | Consideration At price : State | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / | | · | |

| | | | | For Main Bo | ard and GEM | listed issuers |
|------|------------------------------|------------------|---|---|--|---|
| Т | 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 |
| 9. (| Capital reorganisation | | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) | | |
| (| Other (Please specify) | At price : State | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (//) | | |
| | | | | Ordinary shares reference shares (Other class | s) nil | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) (2) | N/A N/A | | |
|--|------------|------------|--|--|
| 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):

| Submitted by: Leung Wai Chung |
|--|
| Company Secretary (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.*