



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/5/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Tianli Holdings Group Limited

Date Submitted 8 June 2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

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

2. Preference Shares

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

3. Other Classes of Shares

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

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

HK\$10,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
| | (1) | (2) | | |
| 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

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|--------|--|---|
| | 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) | | | | | | |
| | | | Total A. (Ordinary shares) | | - / - | |
| | | | (Preference shares) | | - / - | |
| | | | (Other class) | | - / - | |
| Total funds raised during the month from exercise of options (State currency) | | | | | - / - | |

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 |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 4. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| | | | | Total B. (Ordinary shares) _____ | | |
| | | | | (Preference shares) _____ | | |
| | | | | (Other class) _____ | | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 2. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 3. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 4. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| | | | | | Total C. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____ | |

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), if applicable, and class of shares issuable: | 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. _____ _____ _____ (/ /) shares (Note 1) | | |
| 2. _____ _____ _____ (/ /) shares (Note 1) | | |
| 3. _____ _____ _____ (/ /) shares (Note 1) | | |
| Total D. (Ordinary shares) (Preference shares) (Other class) | | |

Other Movements in Issued Share Capital

| 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 _____ | 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 currency _____ | 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 _____ <i>(Note 1)</i> (/ /) Issue and allotment date : (dd/mm/yyyy) (/ /) 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 |
|---------------|----------------------|---------------------------------|--|---|
| Type of Issue | | | | |
| 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) | _____ |
| 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 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) | _____ |

For Main Board and GEM listed issuers

| 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) | | |
| 10. Other (Please specify) | 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) | | |
| | | Total E. (Ordinary shares) | nil |
| | | (Preference shares) | nil |
| | | (Other class) | nil |

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

Title: 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.*