日休日父香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

31/03/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Tianli Holdings Group Limited
Date Submitted	2 April 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code :117Descrip	tion :	Ordinary Shares		
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>	
Balance at close of preceding month	1,000,000,000	0.01	10,000,000	
Increase/(decrease)	0	-	0	
Balance at close of the month	1,000,000,000	0.01	10,000,000	
(2) Stock code : <u>N/A</u> Descrip	tion :			
	No. of ordinary shares		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 :	N/A	Descriptio	on :		
			No. of preference 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				

3. Other Classes of Shares

Stock code :	N/A	_Descript	tion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close c	of precedir	ig month			
Increase/(decreas	e)	-		-	
Balance at close o	of the mon	th			

Total authorised share capital at the end of the month (HK\$):

HK\$10,000,000

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	744,750,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	0	N/A	N/A	N/A		
Balance at close of the month	744,750,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (und	der Share Opti	ion Schemes o	f the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	N	Novement durin	ng the month		thereto	thereto as at close of
approval date			0		-	the month
(dd/mm/yyyy) and						
class of shares		<u> </u>	• • • •			
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1. N/A</u>						
l						
(/ /)						
shares						
(Note 1)						
(11010 1)						
2. N/A						
Z. IN//X						
<u> </u>						
(/ /)						
shares						
(Note 1)						
3. N/A						
shares						
(Note 1)		T - (-)			N1/A	
		Iotai	IA. (Ordina		<u>N/A</u>	
			(Preferenc		N/A	
			(Ot	ther class)	N/A	
Total funds raised o		hth from exercis	se			
of options (State cu	irrency)			N/A		

Warrants to Issue Shares of the	Issuer which	are to be Listed	l			
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. N/A						
(/ /) Stock code (if listed) Class of shares						
			-			
Subscription price EGM approval date (if applicable)	, , , ,	Ņ	-			
(dd/mm/yyyy) 2. N/A	(/ /)	-			
<u>2. N/A</u>						
(/ /)						
Stock code (if listed)			-			
Class of shares issuable (Note 1)						
Subscription price			-			
EGM approval date			-			
(if applicable)						
(dd/mm/yyyy)	(/ /)	-			
<u>3. N/A</u>						
Class of shares			-			
			-			
Subscription price EGM approval date			-			
(if applicable)						
(dd/mm/yyyy)	(/ /)	-			
<u>4. N/A</u>						
(/ /)	·	·		·		
Stock code (if listed)						
Class of shares			-			
			-			
			-			
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
		Total E		ry shares)		-
				ce shares) ther class)		-
			U)	1101 Ulass)	IN/A	-

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		
<u>1. N/A</u>	_							
	_							
	_							
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 (Note 1) Subscription price EGM approval date (if applicable)	(/ /)							
	_							
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		Total C. (Ordina	ury shares)				
			(Preferen	ce shares) ther class)	N/A	-		

Any Opti	other Agreements or Arrangements to Issue Shares of the Issue ons (other than under Share Option Schemes)	er which are to be Liste	ed, including
		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
	I particulars including EGM approval date (dd/mm/yyyy),		the month
	pplicable, and class of shares issuable:		
1.	N/A		
	shares (Note 1)		
2.	N/A		
	shares (Note 1)		
2	N1/A		
3.	N/A		
	shares (Note 1)		
			·
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
	(Other class)	N/A	
		111/73	

Oth	ner Movements	in Issued Sha	are Capital				No. of new shares of issuer	No. of new shares of issuer which
							issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	Type of Issue							month
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State		(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
4.	Bonus issue			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)				
5.	Scrip dividend	At price :	State currency ———	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		N1/A
							<u>N/A</u>	N/A
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	<u>N/A</u>
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	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
9.	Capital reorganisation	Class of shares issuable <i>(Note 1)</i> Issue and allotment (/ /) date : (dd/mm/yyyy)	
	-	EGM approval date: (/ /) (dd/mm/yyyy)N/A	N/A
10.	Other (Please specify) At price : State curren	Class of shares issuable <i>(Note 1)</i> Issue and allotment (/ /) date : (dd/mm/yyyy)	
		EGM approval date: (/ /) (dd/mm/yyyy)	N/A
		Total E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A	-

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").)	

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issided 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)

- all money due to the listed issuer in respect of the issue of securities has been received by it; (i)
- all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock (ii) Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- all (if any) conditions contained in the formal letter granting listing of and permission to deal in the (iii) securities have been fulfilled:
- all the securities of each class are in all respects identical (Note 3); (iv)
- (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;
- all the definitive documents of title have been delivered/are ready to be delivered/are being prepared (vi) and will be delivered in accordance with the terms of issue:
- completion has taken place of the purchase by the issuer of all property shown in the listing document (vii) to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and (viii) executed, and particulars thereof, if so required by law, have been filed with the Registrac of Companies.

Remarks (if any):

Submitted by: Chou, Benjamin Bang Yi Title:

Company Secretary

(Director, 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.