

Monthly Return of Equity Issuer on Movements in Securities

 For the month ended (dd/mm/yyyy):
 28/02/2015

 To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Winto Group (Holdings) Limited |
|----------------|--------------------------------|
| Date Submitted | 2 March 2015 |

I. Movements in Authorised Share Capital

| 1. | Ordinary | Shares |
|----|----------|--------|
|----|----------|--------|

| (1) Stock code : <u>8238</u> Descrip | otion : | Winto Group | | |
|--------------------------------------|------------------------|----------------------------------|-------------------------------------------------|--|
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | |
| Balance beginning at 16/02/2015 | 10,000,000,000 | HK\$0.01 | HK\$100,000,000.00 | |
| Increase/(decrease) | Nil | | Nil | |
| Balance at close of the month | 10,000,000,000 | HK\$0.01 | HK\$100,000,000.00 | |
| (2) Stock code : <u>N/A</u> Descrip | otion : | | | |
| | 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 : | N/A | Descriptio | n : | | |
|--------------------|--------------|------------|-------------------------|----------------------------------|-------------------------------------------------|
| | | N | o. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close o | of preceding | nonth | | | |
| Increase/(decrease | e) | | | | |
| Balance at close o | of the month | | | | |

3. Other Classes of Shares

| Stock code : | N/A | Descrip | otion : | | |
|------------------|----------------|---------|--------------------------------|----------------------------------|-------------------------------------------------|
| | | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close | of preceding 1 | nonth | | | |
| Increase/(decrea | se) | | | | |
| Balance at close | of the month | | | | |

Total authorised share capital at the end of the month (*State currency*) : **HK\$100,000,000.00**

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference | No. of other classes | |
|-------------------------|------------------------|-----|------------------|----------------------|--|
| | (1) | (2) | shares | of shares | |
| Balance beginning at | | | | | |
| 16/02/2015 | 720,000,000 | N/A | N/A | N/A | |
| Increase/ (decrease) | | | | | |
| during the month | Nil | | | | |
| Balance at close of the | | | | | |
| month | 720,000,000 | | | | |
| | | | | | |

III. Details of Movements in Issued Share Capital

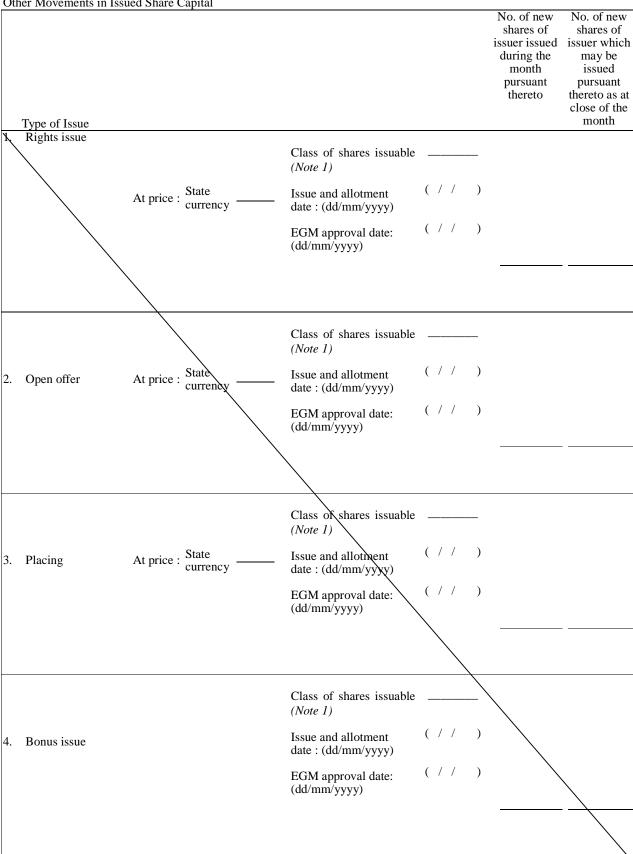
| Particulars of share option scheme including EGM approval date | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-------------------------------------------------------------------------|---------|--------------------|--------------|-----------------------------|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| (dd/mm/yyyy) and – | | Movement durin | g the month | | thereto | as at close of the month |
| class of shares issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1.Exercise Price HK\$ | | | | | | |
| Meeting approved (/ /) Ordinary shares | | | | | | |
| (Note 1) | | | | | | |
| 2.Exercise Price HK\$ | | | | | | |
| Meeting approved (/ /) Ordinary shares | | | | | | |
| (<i>Note 1</i>) 3.Exercise Price | | | | | | |
| HK\$ | | | | | | |
| Meeting approved (/ /) Ordinary shares | | | | | | |
| (Note 1) | | Tot | al A. (Ordin | | | |
| | | | | nce shares) Other class) | | |
| Total funds raised dur options (State currenc | | h from exercise of | | | | |

| 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>¥.</u> | | | | | |
| | | | | | |
| () Stock code (if listed) Class of shares | | | | | |
| issuable (Note 1) Subscription price EGM approval date | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| 2. | \backslash | | | | |
| (/ /) Stock code (if listed) | | | | | <u> </u> |
| Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | | | | | |
| 3 | | | | | |
| (/ /) | / | <u> </u> | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price | | $\langle \rangle$ | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| 4. | | | | | |
| | | | \longrightarrow | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| EGM approval date (if applicable) | (/ /) | | | | |
| | Total | (Prefere | ary shares) nce shares) Other class) | | |

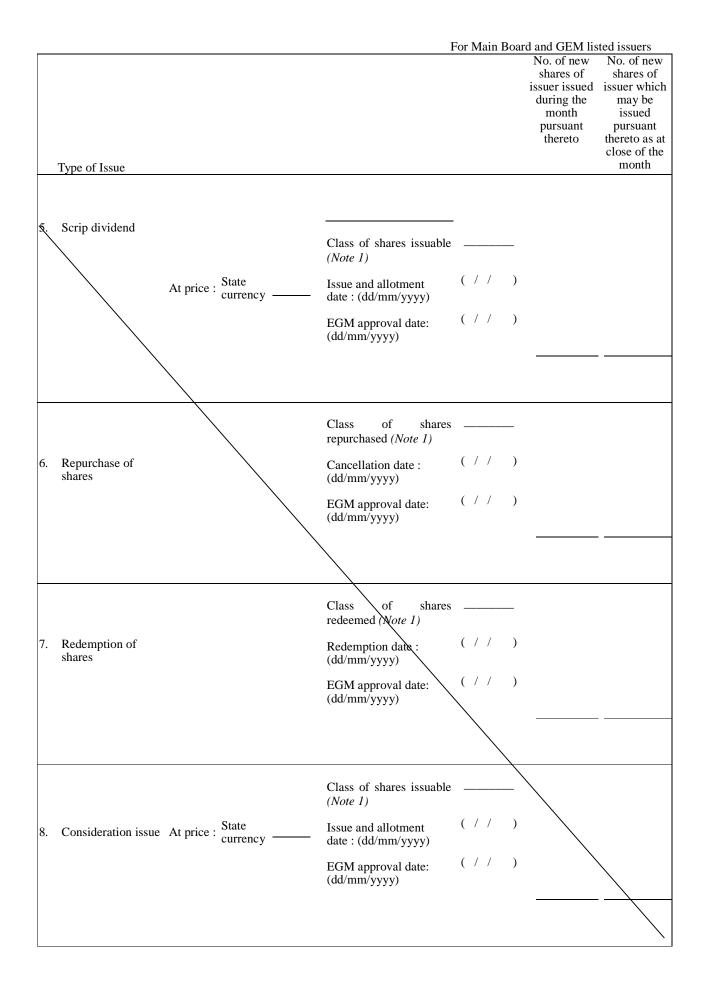
| Convertibles (i.e. Convertible in | to Sharaa of the I | acuer which are to | | For Main Board | and GEM liste | d issuers |
|-----------------------------------------------------------------------------|--------------------|------------------------------------------|----------------------------------|------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 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>¥.</u> | _ | | | | | |
| | _ | | | | | |
| | | | | | , | |
| Stock code (if listed) Class of shares issuable (Note 1) | | | | | | |
| 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 | | $\overline{}$ | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| <u>3.</u> | _ | — 🔪 | | | | |
| | _ | \sim | | | | |
| | _ | | \backslash | | | |
| Stock code (if listed) | | · | $\overline{}$ | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | \backslash | ` | | |
| EGM approval date (if applicable) | | | | \backslash | | |
| (dd/mm/yyyy) | (/ /) | | | \backslash | | |
| 4. | | | | | | |
| | | | | \backslash | | |
| | | | | | | |
| Stock code (if listed) Class of shares | | | | | \backslash | |
| issuable (Note 1) | | | | | \backslash | |
| Subscription price | | | | | \backslash | ` |
| (if applicable) | | | | | | \backslash |
| (dd/mm/yyyy) | (/ /) | | Total C. (Ordin | nary shares) | | \backslash |
| | | | (Prefere | ence shares) | | |
| | | | () | Other class) | | . \ |

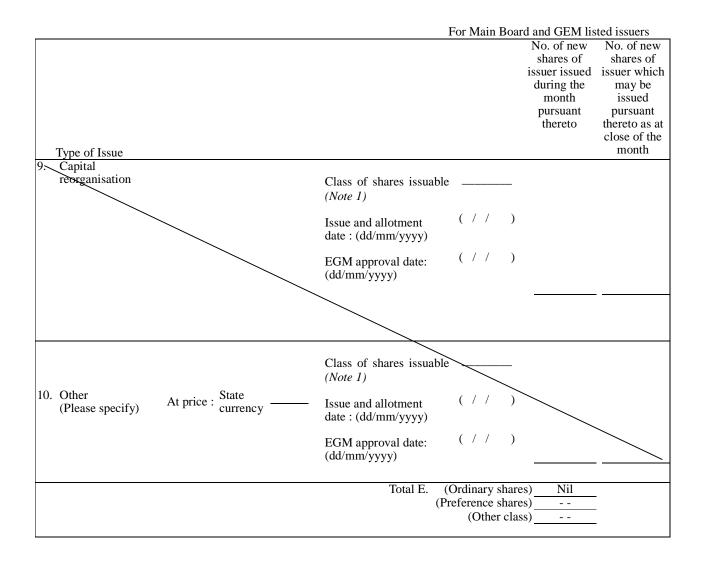
For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto |
|---------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|------------------------------------------------------------------------|
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | lifereto | as at close of the month |
| 1 | | |
| | - | |
| shares (Note 1) | | |
| 2. | | |
| | • | |
| | - | |
| shares (Note 1) | | |
| 3 | | |
| | | |
| shares (Note 1) | | < <u> </u> |
| Total D. (Ordinary shares) | | |
| (Preference shares) (Other class) | | |
| | | |



Other Movements in Issued Share Capital





| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | Nil |
|-------------------------------------------------------------------------------------------------|-----------|----------------|
| | (2) | |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | _ | |
| (These figures should be the same as the relevant figures under II above ("Movements in Is | sued Shar | re Capital").) |

Remarks (if any):

Submitted by: <u>Tricor Investor Services Limited</u>

 Branch 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.