

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/i	nm/yyyy)): <u>31/7/2019</u>)				
To: Hong Kong Exchanges	To: Hong Kong Exchanges and Clearing Limited						
Name of Issuer	Winto G	roup (Holdings)	Limited				
Date Submitted	1/8/2019)					
I. Movements in Authorised	Share Ca	pital					
1. Ordinary Shares							
(1) Stock code: 8238	Descrip	otion :	Winto (Group			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of precedir	ng month	5,000,000,000	HK\$0.02	HK\$100,000,000.00			
Increase/(decrease)		Nil	_	Nil			
Balance at close of the mon	th _	5,000,000,000	HK\$0.02	HK\$100,000,000.00			
(2) Stock code : N/A	Descrip	otion :					
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of precedir	ng month						
Increase/(decrease)	-		<u> </u>				
Balance at close of the mon	th						

2. Preference Shares			
Stock code : N/A Descrip	tion :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)		-	
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Descrip	tion :		_
	No. of other classes of shares	Par value (State currency)	capital
Balance at close of preceding month			
Increase/(decrease)		_	
Balance at close of the month			
Total authorised share capital at the e	nd of the month	(State	

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	e No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	432,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil		_			
Balance at close of the month	432,000,000		_			

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable (dd/mm/yyyy) and class of shares (da/mm/yyyy) and class of shares (da/mm/yyyy) and class of shares (dd/mm/yyyy) and class (dd/mm/yyyyy) and class (dd/mm/yyyyy) and class (dd/mm/yyyyyyy) and class (dd/mm/yyyyy	Share Options (under	Share Option	on Schemes of	the Issuer)			
including EGM approval date (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed Lapse							
approval date (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1.Exercise Price HK\$1.3 (See Remarks) Share Option Scheme adopted in February 2015 Ordinary shares (Note 1) 2.Exercise Price HK\$\$ Meeting approved (/ /) Ordinary shares (Note 1) 3.Exercise Price HK\$\$ Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) Nil (Ordinary shares) Nil (Preference shares) (Other class) (Note 1) Total funds raised during the month from exercise Nil (Other class)	•					•	-
(dd/mm/yyyy) and class of shares issuable							
Class of shares issuable		N	Novement durii	ng the month		thereto	thereto as at close of
I.Exercise Price						_	the month
1.Exercise Price							
HK\$1.3 (See Remarks) Share Option Scheme adopted in February 2015 Ordinary shares Nil Nil Nil Nil Nil 7,440,000		Granted	Exercised	Cancelled	Lapsed		
Csee Remarks Share Option Scheme adopted in February 2015 Ordinary shares Nil Nil Nil Nil Nil Nil 7,440,000							
Share Option Scheme adopted in February 2015 Ordinary shares Nil Nil Nil Nil Nil 7,440,000 (Note 1) 2.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) 3.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise Nil							
Scheme adopted in February 2015 Ordinary shares Nil Nil Nil Nil Nil Nil 7,440,000	(See Remarks)						
In February 2015	Share Option						
Ordinary shares Nil Nil Nil Nil Nil 7,440,000	Scheme adopted						
Continue of the continue of	in February 2015						
2.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) 3.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	Ordinary shares	Nil	Nil	Nil	Nil	Nil	7,440,000
HK\$ Meeting approved	(Note 1)						
HK\$ Meeting approved							
Meeting approved (/ /) Ordinary shares (Note 1) 3.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) (Other class) Total funds raised during the month from exercise	2.Exercise Price						
Ordinary shares (Note 1) 3.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	HK\$						
Ordinary shares (Note 1) 3.Exercise Price HK\$ Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise							
Note 1) 3.Exercise Price	Meeting approved						
Note 1) 3.Exercise Price	(/ /)						
3.Exercise Price HK\$ Meeting approved	Ordinary shares						
3.Exercise Price HK\$ Meeting approved	(Note 1)						
HK\$ Meeting approved							
Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	3.Exercise Price						
Meeting approved (/ /) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	HK\$						
Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise							
Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	Meeting approved						
(Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	(/ /)						
(Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise	Ordinary shares						
Total A. (Ordinary shares) Nil (Preference shares) (Other class) Total funds raised during the month from exercise			 -				
(Preference shares) (Other class) Total funds raised during the month from exercise	,		Total	A. (Ordina	ry shares)	Nil	
(Other class) Total funds raised during the month from exercise							
Total funds raised during the month from exercise							
	Total funds raised duri	ing the mont	th from exercis	•	•		
					Nil		
	Spirone (etate edito						

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 (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(1				
2. (dd/iiii/yyyy)	(/ /)				
2.						
(/ /)		<u> </u>				
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /) \				
3.						
			$\overline{}$			
Stock code (if listed)						
Class of shares						
Subscription price EGM approval date						
(if applicable)						
	(/ /)				
4.						
						_
`						
Class of shares						
Subscription price						
EGM approval date (if applicable)					\	
(dd/mm/yyyy)	(/ /)				
	, , ,	,				
		Total B		ary shares)		_
				ce shares) other class)		-
			()	/iiici ciass)		_ \

Convertibles (i.e. Convertible	into Shares of th	e Issuer which	are to be Liste	ed)		
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>\(\lambda_{\text{.}} \)</u>	_					
	_					
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
2.	`					
	1					
	_ \					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date		$\overline{}$				
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.	_					
	_		\			
	_					
			$\overline{}$			
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price				_		
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4.	_					
	_					
	_					
Stock code (if listed)					$\overline{}$	
Class of shares						
issuable (Note 1)						
Subscription price					\	\
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)	<u> </u>	otal C (O==!:-	m, ob ====\		
		10	otal C. (Ordina Preferen	ary snares) ce shares)		-
				ther class)		-
			O,			_

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

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)		<u> </u>
Tatal D. (Calling of anni)		
Total D. (Ordinary shares)		
(Preference shares) (Other class)		
(Cutof diade)		

Ot	her Movements in I	ssued Sh	are Capital				No. of new shares of issuer issued during the month pursuant thereto	issuer which may
ì	Type of Issue Rights issue			Class of shares issuable (Note 1)				the month
		At price :	State ——currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State	— Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	11)		
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	issuer which may
5.	Scrip dividend			Class of shares issuable (Note 1)				
		At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	()/)		
					`			
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	`	

Type of Issue		shares of issuer issued during	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 (Note 1)		
	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Class of shares issuable (Note 1)		
10. Other At State ——— (Please specify) price : currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Total E. (Ordinary sh.	ares) Nil	
	(Preference sh		
	(Other o	lass) <u></u>	

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	o E):	
(These figures should be the same as the relevant figures under II above ("Movements Capital").)	in Issu	ed Share

IV. Confirmations

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 17.27A, 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 GEM of 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.
Remark	ks (if any):
rteman	rs (ii arry).
Submit	ted by: Tricor Investor Services Limited
Title:	Branch share registrar
<u> </u>	(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 17.27A 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.