

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm	30/11/2019				
To : Hong Kong Exchanges and	d Clearing L	_imited			
Winto Group (Holdings) Limited (Incorporated in the Cayman Islands with limited liability) Oate Submitted 3/12/2019					
I. Movements in Authorised Sha	are Capital				
1. Ordinary Shares					
(1) Stock code : <u>8238</u>	escription	:	Winto	Group	
	No.	of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding r	nonth <u>5,0</u>	00,000,000	HK\$0.02	HK\$100,000,000.00	
Increase/(decrease)		Nil		Nil	
Balance at close of the month	5,0	00,000,000	HK\$0.02	HK\$100,000,000.00	
(2) Stock code : N/A	escription	:			
	No.	of ordinary 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					

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

Share Options (under	Share Option	on Schemes c	of the Issuer)			
Particulars of share option scheme including EGM				issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant	
approval date	N	Movement dur	ing the month		thereto	thereto as at close of
(dd/mm/yyyy) and			-		_	the month
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	Nil	Nil	7,440,000	Nil	Nil	Nil
(Note 1)						
2.Exercise Price HK\$						
Meeting approved (/ /) Ordinary shares (Note 1)						
3.Exercise Price HK\$						
Meeting approved (/ /) Ordinary shares		_				
(Note 1)		Tota	I A. (Ordina	rv shares)	Nil	
		101a	Preference)		INII	
				her class)		
Total funds raised dur of options (State curre		th from exerci	•	Nil		

Warrants to Issue Shares of the	lssuer 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
<u>\lambda</u> .						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(1				
2. (dd/11111/yyyy)	(/ /)				
2.						
(/ /)						
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						
issuable (Note 1)						
Subscription price EGM approval date				\		
(if applicable)						
	(/ /)				
4.						
(/ /)						_
`						
Class of shares						
Subscription price						
EGM approval date (if applicable)					\	
(dd/mm/yyyy)	(/ /)				
	<u> </u>	,				
		Total B		ary shares)		_
				ce shares) other class)		-
			()	, ii ici ciass)		_ \

Convertibles (i.e. Convertible	Currency of amount	Amount at close of preceding	Converted during the	Amount at close of the	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 and description	outstanding	month	month	month		
4.	_					
	<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 (Note 1)						
Subscription price		$\overline{}$				
EGM approval date		_				
(if applicable)						
(dd/mm/yyyy)	(/ /)	_ \				
3.						
-	<u> </u>	`				
-						
Stock code (if listed)			$\overline{}$			
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date			`			
(if applicable)						
	(/ /)					
4.						
Stock code (if listed)					$\overline{}$	
Class of shares						
issuable (Note 1)						
Subscription price					\	
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(uu/iiii/yyyy)	(/ /)		otal C. (Ordina	ary shares)		
		·		ce shares)		
			(O	ther 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)

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 as at close of
Full portion large in alterding FCM approval data (dd/sarg/sus)	pursuant thereto	
Full particulars including EGM approval date (dd/mm/yyyy),		the month
if applicable, and class of shares issuable:		
1.		
	-	
	4	
shares (Note 1)		
2.		
	-	
	4	
shares (Note 1)		
		· ·
3.		
J	_	
shares (Note 1)	1	
Silaies (Note 1)		<u> </u>
T. (18 (6 ::)	4	
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		
(0.110. 0.1000)		
	1	

Oth	ner Movements in I	ssued Sh	are Capital				No. of new shares of issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as
	Type of Issue							at close of the month
1	Rights issue			Class of shares issuable (Note 1)				
		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)	///)		
				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	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
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 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 (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)		
	T. 15 (0.11)		
	Total E. (Ordinary sha		
	(Preference sha	-	_
	(Other c	lass) <u></u>	
1		4	

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").)	s in Issue	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.
Remar	ks (if any):
Submit	tted by: Tricor Investor Services Limited
Title:	Branch share registrar (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.