

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : _____31/1/2020

To : Hong Kong Exchanges and Clearing Limited

	Winto Group (Holdings) Limited
Name of Issuer	(Incorporated in the Cayman Islands with limited liability)
Date Submitted	3/2/2020

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 <i>(State currency)</i>
Balance at close of preceding month	5,000,000,000	HK\$0.02	HK\$100,000,000.00
Increase/(decrease)	Nil		Nil
Balance at close of the month	5,000,000,000	HK\$0.02	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 <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	Descript	tion :		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	e of precedir	ng month			
Increase/(decre	ase)	_		_	
Balance at close	e of the mon	th _			

3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	otion :		
	No. of other classes of 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			

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 (1) (2)		No of preference shares	e No. of other classes of shares
-	(' /	(—)	enaree	
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 Optic	n Schemes c	f the Issuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme						issuer which may be
including EGM					the month pursuant	issued pursuant
approval date	Ν	lovement 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\$						
Meeting approved						
(/ /)						
Ordinary shares						
(Note 1)						
<u> </u>						
2.Exercise Price						
HK\$						
Meeting approved						
Ordinary shares						
(Note 1)						
(
3.Exercise Price						
HK\$						
Meeting approved						
Ordinary shares						
(Note 1)						
		Tota	A. (Ordina	rv shares)		
				ce shares)		
				ther class)		
Total funds raised dur	ing the mont	h from exerci	· ·			
of options (State curre						

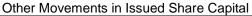
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>v.</u>						
(/ /) Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
(if applicable)		·				
(dd/mm/yyyy) 2.	(/ /)				
	\backslash					
	$\overline{}$					
Stock code (if listed)						
Class of shares issuable <i>(Note 1)</i>	\backslash					
Subscription price		<u>\</u>				
EGM approval date (if applicable)						
(if applicable) (dd/mm/yyyy)	(_/_/) \				
3.						
		\backslash				
(/ /) Otenik onde (if linted)		\		· .		
Stock code (if listed) Class of shares			\backslash			
issuable (Note 1)		_	\backslash			
Subscription price			\backslash	\backslash		
(if applicable)				\backslash		
(dd/mm/yyyy) 4.	(/ /)		\backslash		
				\backslash		
(/ /)						
Stock code (if listed)		<u>.</u>			\backslash	
Class of shares					\backslash	
Subscription price					\backslash	
EGM approval date (if applicable)					\backslash	
	(/ /)				\mathbf{n}
		Total B	. (Ordina	ary shares)		\backslash
			(Preferen	ce shares)		
			(0	other class)		. \

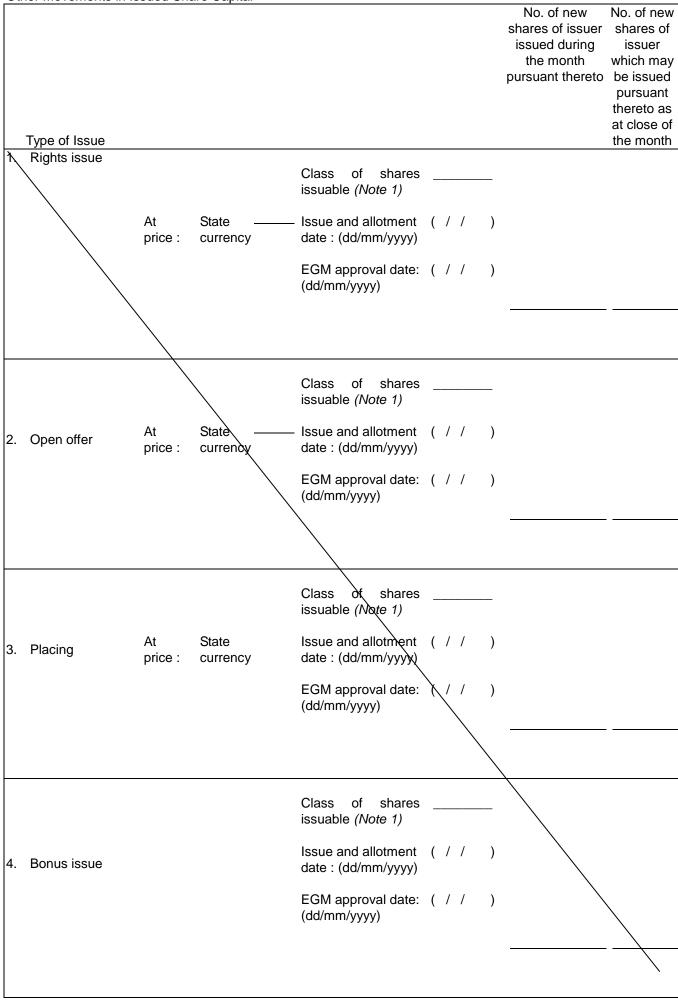
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	outstanding	monur	monun	monui		
<u> </u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy))						
2.						
<u>∠.</u>						
	- \					
	- \					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price		$\overline{}$				
EGM approval date						
(if applicable) (dd/mm/yyyy)		\backslash				
3.	(— 🔪				
<u>.</u>	_	\backslash				
	_		\backslash			
	—		\mathbf{i}			
Stock code (if listed)						
Class of shares			\backslash			
			\backslash			
Subscription price			Ň	\backslash		
EGM approval date (if applicable)				\mathbf{i}		
(dd/mm/yyyy)	(/ /)			\backslash		
<u>4</u> .				\backslash		
	_			\backslash		
	_				\backslash	
	_				\mathbf{i}	
Stock code (if listed)						
Class of shares					\backslash	
issuable (Note 1)					\backslash	
					Ň	\backslash
EGM approval date (if applicable)						\mathbf{i}
	(/ /)					\mathbf{i}
(·····//////		T	otal C. (Ordina	ary shares)		\mathbf{i}
			(Preferen	ce shares)		
			(O	ther class)		_

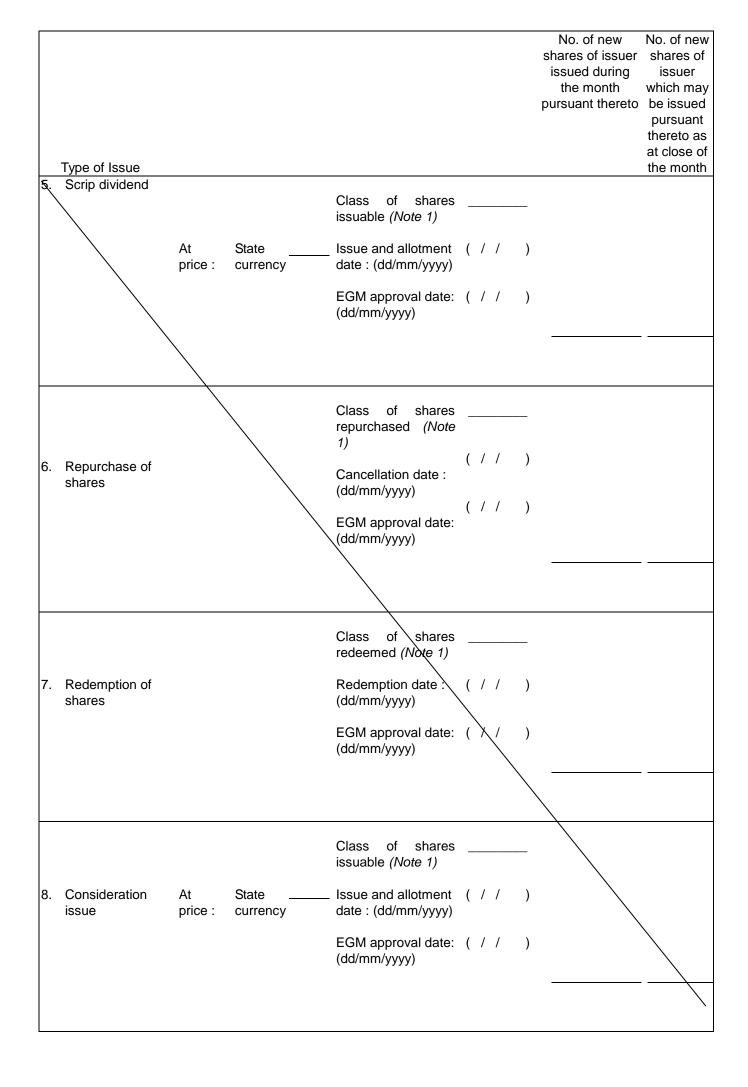
Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

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	No. of new shares of issuer which may be
during the month	issued pursuant
pursuant thereto	thereto as at close of
	the month
	<u></u>
	-
	of issuer issued during the month







		No. of new	No. of new
		shares of issuer	shares of
		issued during	issuer
		the month	which may
		pursuant thereto	be issued
			pursuant
			thereto as
			at close of
Type of Issue			the month
9. Capital	Class of shares		
reorganisation	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 —	_ Issue and allotment (/ /)		
(Please specify) price : currency	date : (dd/mm/yyyy)		
	EGM approval date: (/ /)		
	(dd/mm/yyyy)		
	Total E. (Ordinary sha	ares) Nil	
	(Preference sha		
	(Other c	·	
	(0		

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 Issi	led Share

IV. Confirmations

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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.

Remarks (if any):

Submitted 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.