

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/4/2020

To : Hong Kong Exchanges and Clearing Limited

	Winto Group (Holdings) Limited
Name of Issuer	(Incorporated in the Cayman Islands with limited liability)
Date Submitted	6/5/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8238</u> Description :		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	lion :		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedi	ng month			
Increase/(decre	ase)	-		-	
Balance at clos	e of the mo	nth _			

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	e of precedin	g month			
Increase/(decre	ase)	-			
Balance at close	e of the mont	h _			

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
	(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 Optio	n Schemes o	of the Issuer)			
Particulars of share						No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant
approval date	Ν	lovement dur	ing the month	l	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)						
2.Exercise Price						
HK\$						
T						
Meeting approved						
Ordinary shares						
(Note 1)						
(1000 1)						
3.Exercise Price						
HK\$						
Meeting approved						
Ordinary shares						
(Note 1)						
		Tota	IA. (Ordina	ry shares)		
		1014	Droforon	ny shares)		
				ther class)		
Total funds raised dur		n from exerci	se			
of options (State curre	ency)					

Warrants to Issue Shares of the	e Issuer which a	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>\.</u>						
<u> </u>						
(/) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
2.						
(/ /)	$\overline{}$			·		
Stock code (if listed)						
Class of shares issuable <i>(Note 1)</i>	\sim					
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /					
3.	X					
		$\langle \rangle$				
			<u></u>	<u> </u>		
(/ /) Stock code (if listed)			\backslash			
Stock code (if listed) Class of shares			\backslash			
issuable (Note 1)						
			\backslash	`		
EGM approval date (if applicable)				\backslash		
	(/ /)		\backslash		
4.				\backslash		
				\backslash		
		·				
(/ /) Stock code (if listed)				Ň	\backslash	
Class of shares					\backslash	
Subscription price					\backslash	
EGM approval date (if applicable)					```	\backslash
(dd/mm/yyyy)	(/ /)				\mathbf{n}
· · · · · · · · · · · · · · · · · · ·	,		· • · ·			\backslash
		Total B	. (Ordina (Proform	ary shares)		- \
			(Freieren) (C)	ce shares)		- \
			,0			- ``

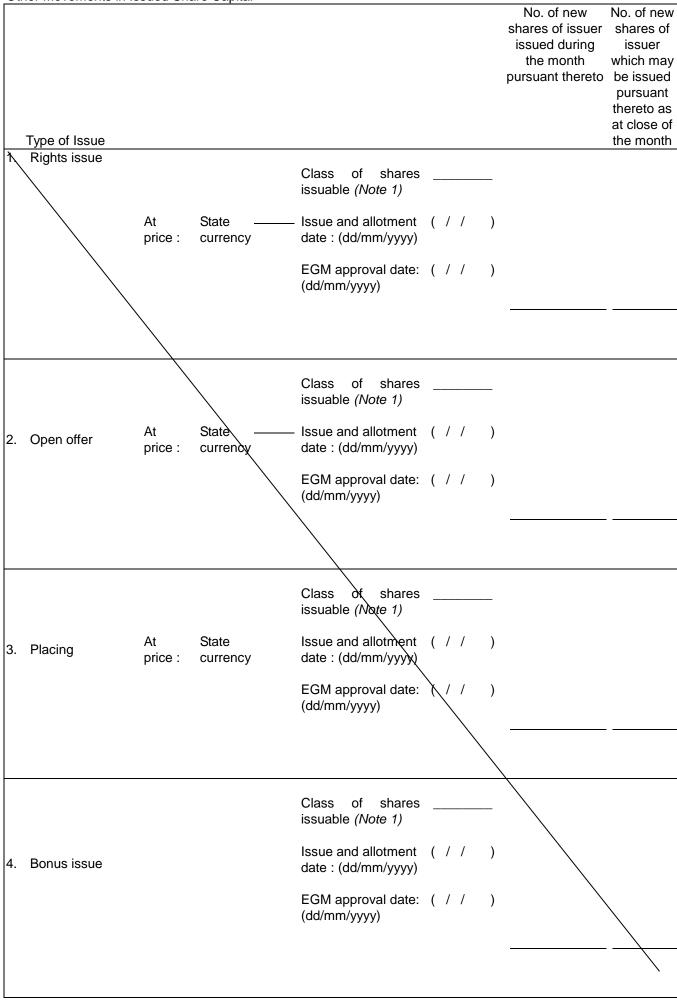
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month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

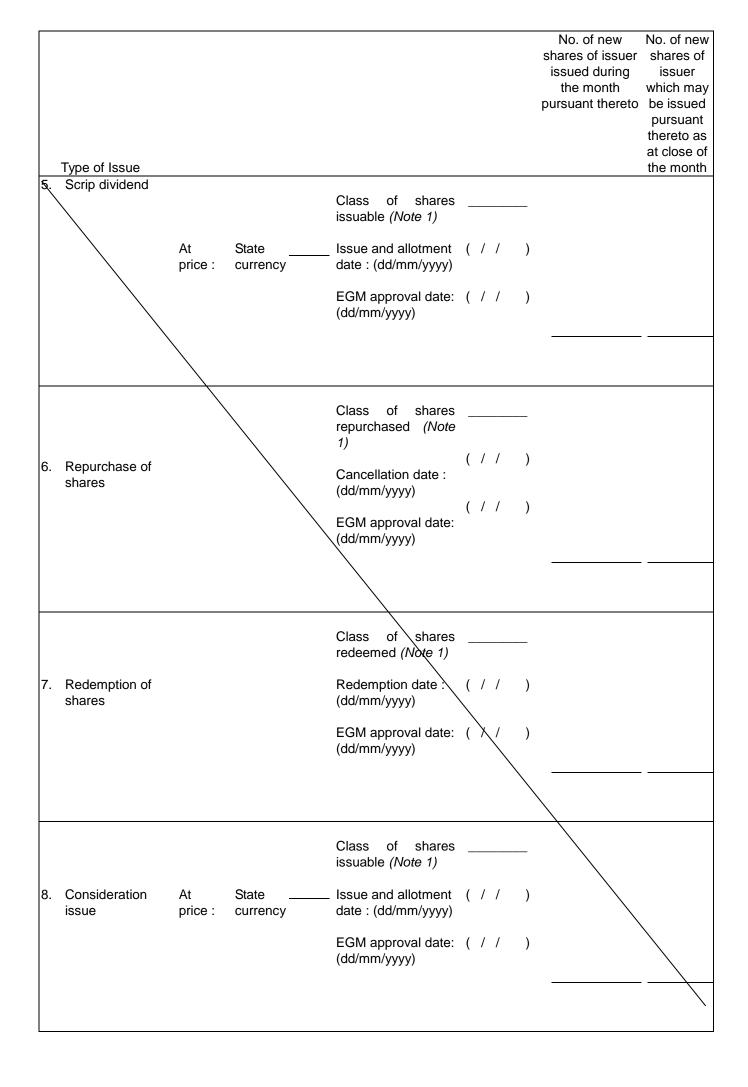
Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

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
Full particulars including FCM approval data (dd/mm/ssss)	pursuant thereto	thereto as at close of
Full particulars including EGM approval date (dd/mm/yyyy),		the month
if applicable, and class of shares issuable:		
1		
shares (Note 1)		
2		
shares (Note 1)		
3.		
·		
shares (Note 1)		<
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		







		No. of new	No. of new
		shares of issuer	shares of
		issued during	issuer
		the month	which may be issued
		pursuant thereto	
			pursuant thereto as
			at close of
Type of Issue			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)		
	Class of shares		
	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	res) Nil	
	Total E. (Ordinary sha (Preference sha		
	(Other cl		

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.