

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

30/11/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Hsin Chong Group Holdings Limited

Date Submitted

3/12/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | |
|-------------------------------------|-----------------------|------------------------|----------------------------------|---|
| (1) Stock code : | <u>00404</u> | Description : | <u>Ordinary Shares</u> | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>30,000,000,000</u> | <u>HK\$0.1</u> | <u>HK\$3,000,000,000</u> | |
| Increase/(decrease) | <u>0</u> | | <u>0</u> | |
| Balance at close of the month | <u>30,000,000,000</u> | <u>HK\$0.1</u> | <u>HK\$3,000,000,000</u> | |
| (2) Stock code : | <u>N/A</u> | Description : | <u>N/A</u> | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> | |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> | |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> | |

2. Preference Shares

| Stock code : | <u>00404</u> | Description : | Restricted Voting Convertible Preference Shares | |
|-------------------------------------|--------------|--------------------------|--|--|
| | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | <u>15,000,000,000</u> | <u>HK\$0.1</u> | <u>HK\$1,500,000,000</u> |
| Increase/(decrease) | | <u>0</u> | | <u>0</u> |
| Balance at close of the month | | <u>15,000,000,000</u> | <u>HK\$0.1</u> | <u>HK\$1,500,000,000</u> |

3. Other Classes of Shares

| Stock code : | <u>N/A</u> | Description : | <u>N/A</u> | |
|-------------------------------------|------------|--------------------------------|-------------------------------|--|
| | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

Total authorised share capital at the end of the month (State currency) : HK\$4,500,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No. of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|--------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>5,706,670,104</u> | <u>N/A</u> | <u>5,704,166,666</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>0</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> |
| Balance at close of the month | <u>5,706,670,104</u> | <u>N/A</u> | <u>5,704,166,666</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|-----------|--------|---|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Exercise price: HK\$1.02 share option scheme approved at special general meeting (22/05/2008) ordinary shares (Note 1) | 0 | 0 | 0 | 0 | 0 | 1,334,000 |
| 2. Exercise price: HK\$1.29 share option scheme approved at special general meeting (22/05/2008) ordinary shares (Note 1) | 0 | 0 | 0 | 0 | 0 | 2,250,000 |
| 3. N/A _____ _____ _____ (/ /) shares (Note 1) | | | | | | |
| Total A. (Ordinary shares) | | | | | 0 | |
| (Preference shares) | | | | | N/A | |
| (Other class) | | | | | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | | 0 | |

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. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 2. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 4. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| Total B. (Ordinary shares) | | | | | N/A | |
| (Preference shares) | | | | | N/A | |
| (Other class) | | | | | N/A | |

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

| 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>1. Restricted Voting</u> | | | | | | |
| <u>Convertible Preference</u> | | | | | | |
| <u>Shares ("CPSs")</u> | | | | | | 5,704,166,666 |
| | HK\$ | 5,704,166,666 | 0 | 5,704,166,666 | 0 | (see Remark 1) |
| Stock code (if listed) | - | | | | | |
| Class of shares issuable (Note 1) | Ordinary | | | | | |
| Subscription price | CPSs are convertible into ordinary shares on a one for one basis | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (27/11/2014) | | | | | |
| <u>2. N/A</u> | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| <u>3. N/A</u> | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | | | | Total C. (Ordinary shares) | 0 | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including 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. N/A _____ _____ _____ (/ /) shares (Note 1) | N/A | N/A |
| 2. N/A _____ _____ _____ (/ /) shares (Note 1) | N/A | N/A |
| 3. N/A _____ _____ _____ (/ /) shares (Note 1) | N/A | N/A |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

Other Movements in Issued Share Capital

| 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 |
|-----------------|------------|----------------------|--|--|---|
| 1. Rights issue | At price : | State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 2. Open offer | At price : | State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 3. Placing | At price : | State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 4. Bonus issue | | | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |

| 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 | At price : State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 6. | Repurchase of shares | | Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 7. | Redemption of shares | | Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |

| 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 |
|----------------------------|------------|----------------------|---|--|---|
| 9. Capital reorganisation | | | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 10. Other (Please specify) | At price : | State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| Total E. (Ordinary shares) | | | | N/A | |
| (Preference shares) | | | | N/A | |
| (Other class) | | | | N/A | |

| | | |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 0 |
| | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

(1) Conversion of the CPSs shall be subject to, among others, the minimum public float requirements stipulated under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or as required by the Stock Exchange being satisfied. Holders of the CPSs shall not convert the CPSs if by doing so they will trigger a mandatory offer under the Hong Kong Code on Takeovers and Mergers (the "Takeovers Code") when aggregated with the ordinary shares held by it or parties acting or presumed to be acting in concert with it under the Takeovers Code.

Submitted by: YAO Yan Ping Francis

Title: Company Secretary
(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.