日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

31/10/2019

To : Hong Kong Exchanges and Clearing Limited

	China Uptown Group Company Limited
Name of Issuer	(Incorporated in the Caymans Islands with limited liability)
Date Submitted	05/11/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>2330</u> Descrip	otion : <u>CHINA L</u>	JPTOWN	
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	3,000,000,000	HK\$0.10	HK\$300,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	3,000,000,000	HK\$0.10	HK\$300,000,000
(2) Stock code : <u>N/A</u> Descrip	otion :		
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary	(State	capital
	No. of ordinary	(State	capital

2. Preference Shares

Stock code : <u>N/A</u> Desc	cription :		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding mor	nth		
Increase/(decrease)		-	
Balance at close of the month			

3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of p	precedin	g month		. <u></u>	
Increase/(decrease)		_			
Balance at close of t	the mon	th _			

Total authorised share capital at the end of the month (*State* HK\$300,000,000

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	1,824,690,520	<u> </u>	N/A	N/A		
Increase/ (decrease) during the month	0	N/A	N/A	N/A		
Balance at close of the month	1,824,690,520	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	ion Schemes c	of the Issuer)			
Particulars of share option scheme including EGM	Ν	Aovement durir	ng the month		No. of new shares of issuer which may be issued pursuant thereto as at close of	
approval date — (dd/mm/yyyy) and class of shares					-	the month
issuable	Granted	Exercised	Cancelled	Lapsed		
1. <u>Share Option</u> <u>Scheme adopted</u> <u>on 30 November</u> 2009 <u>Exercise price:</u> <u>HK\$0.25 per</u> share Date of Grant						
(13/07/2017)						
Ordinary shares	-	-	-	-	-	64,000,000
(Note 1)						, , ,
2. 						
<u>3.</u>						
(/ /) shares (Note 1)						
		Tota	IA. (Ordina	ry shares)	0	
			(Preferenc		N/A	
				her class)		
Total funds raised de of options (State cur		nth from exerci	se	Nil		

Warrants to Issue Shares of the	e Issuer which	are to be List	ed			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal valu at close of preceding 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>1. N/A</u>						
Subscription price						
(if applicable) (dd/mm/yyyy)	(/ /)				
2. 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	, ,	,				
(/ /) Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)		\				
(dd/mm/yyyy) _4. N/A	(/ /)				
(/ /)						
Stock code (if listed) Class of shares						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
		Tota	al B. (Ordina	ary shares)	N/A	
			(Preferen	ce shares)	N/A	_
			(O	other class)	N/A	-

Convertibles (i.e. Convertible	into Shares of th	e Issuer whicl	n 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>1. N/A</u>	_					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. 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	(/ /)					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A			·			
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)			otal C. (Ordina			
		I		ce shares)		-
				ther class)		-

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	r which are to be Liste	ed, including
	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 particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		the month
1. <u>N/A</u>		
(/ /) shares (Note 1)		
2. <u>N/A</u>		
(/ /) shares (Note 1)		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A	

ssuer ssuer issuer issuer Type of Issue Class of shares issuer month 1. Rights issue At price : State currency Issue and allotment (/ /) 2. Open offer At price : State currency Class of shares	Oth	her Movements	in Issued Sha	re Capital					
Image: state currency Class of shares issuable (Note 1) 1. Rights issue At price : State currency Issue and allotment (// /) EGM approval date: (// /) N/A 2. Open offer At price : State currency 2. Open offer At price : State currency 3. Placing At price : State currency 3. Placing At price : State currency Class of shares issuable (Note 1) 3. Placing At price : State currency Class of shares issuable (Note 1) State currency Issue and allotment (//) (dd/mm/yyyy) N/A 2. Open offer At price : State currency Issue and allotment (//) N/A Issue and allotment (//) Issue and allotment (//) Issue and allotment (//) Issue and allotment (//) Issue and allotment (//) Issue and allotment (//) Issue and allotment (//) <		Type of Issue						issuer issued during the month pursuant	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 Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Class of shares issuable (Note 1)		Type of 1350e							
1. Rights issue At price : currency currency date : (dd/mm/yyy) EGM approval date: (/ /) (dd/mm/yyyy)									
(dd/mm/yyyy)	1.	Rights issue	At price :			(/ /)		
N/A					EGM approval date: (dd/mm/vvvv)	(/ /)		
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) Bonus issue At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) Bonus issue At price : State currency Issue and allotment date : (/ /) Image: At price : State currency Issue and allotment date : (/ /) N/A Image: At price : State currency Issue and allotment date : (/ /) N/A Image: At price : State currency Issue and allotment date : (/ /) N/A Image: At price : State currency Issue and allotment date : (/ /) N/A Image: At price : State currency Issue and allotment date : (/ /) Issue and allotment date : (/ /) Image: At price : Image: Gas of shares currency Image: Gas of shares currency Image: Gas of shares currency Image: At price : Image: Gas of shares currency Image: Gas of shares currency Image: Gas of shares curencurency Im								<u>N/A</u>	N/A
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) Bonus issue At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) Bonus issue Class of shares issuable (Note 1) N/A									
2. Open one At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
Class of shares N/A 3. Placing At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Issue and allotment (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Issue and allotment (/ /) (dd/mm/yyyy) EGM approval date: (/ /) () () () () () () () ()	2.	Open offer	At price :			(/ /)		
3. Placing At price : State currency Class of shares					EGM approval date:	(/ /)		
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)					(<u>N/A</u>	<u>N/A</u>
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)					Class of shares				
3. Placing At price : currency Issue and allotment date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
(dd/mm/yyyy) N/A Class of shares N/A 4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	3.	Placing	At price :			(/ /)		
4. Bonus issue EGM approval date: (///) (dd/mm/yyyy)						(/ /)		
4. Bonus issue lissuable (Note 1) 4. Bonus issue Bonus issue lissue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								<u>N/A</u>	N/A
4. Bonus issue Bonus issue EGM approval date: (/ /) (dd/mm/yyyy)									
date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)						(/ /	١		
(dd/mm/yyyy)	4.	Bonus issue							
					EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

5. Scrip dividend At price : State currency		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 Issue and allotment date : (dd/mm/yyyy) (/ / /) (d/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A									
EGM approval date: (/ /) EGM approval date: (/ /) (d/mm/yyyy)	5.	Scrip dividend	At price :		Issue and allotment	(/ /)		
N/A N/A N/A N/A N/A N/A N/A N/A N/A Repurchase of shares Class of shares repurchased (Note 1) Cancellation date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A Redemption of shares Class of shares redeemed (Note 1) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyy) N/A N/A Redemption date : (/ /) (dd/mm/yyyyy) N/A N/A <td></td> <td></td> <td></td> <td>currency</td> <td>EGM approval date:</td> <td>(/ /</td> <td>)</td> <td></td> <td></td>				currency	EGM approval date:	(/ /)		
6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A					(33/11/1/9999)			<u>N/A</u>	<u>N/A</u>
6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A									
Class of shares	6.	Repurchase of shares			Cancellation date :	(/ /)		
7. Redemption of shares Class of shares					EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	N1/A
7. Redemption of shares Redemption date : (/ /) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 8. Consideration issue At price : State currency Issue and allotment (/ /) 8. Consideration issue At price : State currency Issue and allotment (/ /) Base EGM approval date: (/ /) Base EGM approval date: (/ /) Class Issue and allotment (/ /) Issue and allotment (/ /)								<u> </u>	<u>_N/A</u>
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A Konsideration issue At price : State currency Issue and allotment (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
Image: State state N/A N/A 8. Consideration issue At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) Bate : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	7.				Redemption date : (dd/mm/yyyy)	(/ /)		
8. Consideration issue State currency Class of shares					EGM approval date: (dd/mm/yyyy)	(/ /)	NI/A	NI/A
<pre>ssuable (Note 1) 8. Consideration At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)</pre>								<u> </u>	<u>N/A</u>
issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
(dd/mm/yyyy)	8.		At price :			(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	N1/A
								<u> </u>	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 <i>(Note 1)</i> Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)	<u>N/A</u>	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. (Ordinar shares (Preference shares (Other class	s) <u>N/A</u> s) <u>N/A</u>	-

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
(These figures should be the same as the relevant figures under II above ("Movements in Capital").)	Issued 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 13.25A, 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 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: Fu Lui
Title: Company Secretary
(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 13.25A 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.