# **日KEX**香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

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

28/02/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Uptown Group Company Limited
Date Submitted	05/03/2019

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

#### 2. Preference Shares

Stock code : N/A Descri	iption :		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	۱		
Increase/(decrease)		-	
Balance at close of the month			

### 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* HK\$300,000,000

II. Movements in Issued Share Capital

	No. of ordir	ary shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	1,824,690,520	N/A	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					No. of new shares of issuer which may be issued pursuant thereto as at close of	
approval date	<u>n</u>	Novement duri	ng the month		_	the month
(dd/mm/yyyy) and						
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option	Granieu	LAEICISEU	Cancelleu	Lapseu		
Scheme adopted						
on 30 November						
2009 Exercise price:						
HK\$0.25 per						
share						
Date of Grant						
(13/07/2017)						64 000 000
Ordinary shares (Note 1)						64,000,000
2.						
shares						
(Note 1)						
3.						
shares						
(Note 1)	·					
(11010-1)		Tota	IA. (Ordina	ry shares)	0	
			(Preferenc			
				her class)	N/A	
Total funds raised d		nth from exerci	se	NU		
of options (State cu	rency)			Nil		

Warrants to Issue Shares of the	Issuer which	are to b	e Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nomina at clo prece mo	se of eding	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>1. N/A</u>							
Class of shares							
EGM approval date			<u> </u>				
(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)							
	( / /	)					
<u>4. N/A</u>							
					. <u> </u>		
Stock code (if listed)							
Class of shares							
inquable (Nate 1)							
Subscription price							
EGM approval date							
(if applicable) (dd/mm/yyyy)	( / /	١					
		/					
			Total B.		ary shares)		_
					ce shares)		_
				(0	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	ary shares)		
		I		ce shares)		-
				ther class)		-

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

Oth	ner Movements	in Issued Sha	ire Capital					
	Type of leque						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
	Type of Issue							montai
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	N/A
				Class of shares				
				issuable (Note 1)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	N/A
				Class of shares				
3.	Placing	At price :	State	issuable <i>(Note 1)</i> Issue and allotment	( / /	)		
			currency	date : (dd/mm/yyyy) EGM approval date:	( / /	)		
				(dd/mm/yyyy)			<u>N/A</u>	N/A
				Class of shares				
				issuable (Note 1)	( ) )	١		
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

	Type of Issue					e C	lo. of new shares of issuer issued luring the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares		_		
5	Soria dividoad	At price :	State	issuable (Note 1) Issue and allotment	( / /	)		
5.	Scrip dividend	At price :	currency ——	date : (dd/mm/yyyy)	, , ,	,		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	<u>N/A</u>
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							N/A	N/A
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price :	State currency ———	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 during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of sharesissuable (Note 1)		
9.	Capital reorganisation		Issue and allotment ( / / date : (dd/mm/yyyy)	)	
			EGM approval date: ( / / (dd/mm/yyyy)		
				<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)		
10.	Other (Please specify) At price :	State	Issue and allotment ( / / date:(dd/mm/yyyy)	)	
			EGM approval date: ( / / (dd/mm/yyyy)	) N/A	N/A
			Total E. (Ordin shar (Preference shar (Other cla	es) <u>N/A</u> es) <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.