# **HKEX** 香 港 交 易 所

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

## For the month ended (dd/mm/yyyy) : \_\_\_\_\_\_31/12/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	WH Group Limited
Date Submitted	06/01/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares (1) Stock code : 288 Description : Ordinary Shares Authorised share No. of ordinary Par value capital shares (State currency) (State currency) Balance at close of preceding month 50,000,000,000 US\$0.0001 US\$5,000,000 Increase/(decrease) Nil Nil Balance at close of the month 50,000,000,000 US\$0.0001 US\$5,000,000 Description : (2) Stock code : N/A N/A Authorised share No. of ordinary Par value capital shares (State currency) (State currency) Balance at close of preceding month Increase/(decrease) Balance at close of the month

### 2. Preference Shares

Stock code :	N/A	_Descrip	ntion : <u>N/A</u>		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	of preceding m	onth			
Increase/(decreas	se)				
Balance at close of	of the month			·	

3. Other Classes of Shares

Stock code : <u>N</u>	/A Desc	ription :	N/A		
			of other of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of p	receding month				
Increase/(decrease)					
Balance at close of th	ne month				

Total authorised share capital at the end of the month *(State currency)* :

US\$5,000,000

II. Movements in Issued Share Capital

	No. of ord (1)	linary shares (2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	14,719,249,758	N/A	N/A	N/A
Increase/ <del>(decrease)</del> during the month	1,500,000			
Balance at close of the month	14,720,749,758			

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant including EGM Movement during the month thereto thereto as at close of the month approval date (dd/mm/yyyy) and class of shares issuable Cancelled Granted Exercised Lapsed 1.Pre-IPO Share Option Scheme **Exercise Price:** HK\$6.20 (Adopted on 21/01/2014 and amended on 04/04/2014) Ordinary 0 1,500,000 0 0 1,500,000 462,905,269 shares (Note 1) 2. N/A shares (Note 1) 3. N/A shares (Note 1) Total A. (Ordinary shares) 1,500,000 (Preference shares)  $\overline{N/A}$ (Other class)  $\overline{N/A}$ Total funds raised during the month from exercise of options (State currency) HK\$9,300,000

					during the	No. of new shares of issuer which may be issued
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	month pursuant thereto	pursuant thereto as at close of the month
1. N/A						
( / / ) Stock code (if listed)						
Class of shares			_			
issuable <i>(Note 1)</i> 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)	<i>, , , , , , , , , ,</i>	<b>`</b>				
(dd/mm/yyyy) 3. N/A	( / /	)	_			
· · · · · · · · · · · · · · · · · · ·						
			_			
Class of shares issuable <i>(Note 1)</i>						
Subscription price			_			
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / /	)	_			
<u>4. N/A</u>						
( / / ) Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date (if applicable)						
	( / /	)	_			
		То	(Prefer	nary shares) <u>Nil</u> ence shares) <u>N/J</u> Other class) <u>N/J</u>	A	-

Convertibles (i.e. Convertible	into Shares of the	e Issuer which	are to be Listed	)		
Class and description <u>1. N/A</u>	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
Stock code (if listed)						
Class of shares						
issuable <i>(Note 1)</i> 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						
5. 14/11						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
	( / / )					
4. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	( / / )					
			Total C. (Ordin	• •		
				nce shares) <u>N/</u> Other class) N/		
			(C	$\frac{1}{10}$	11	

	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) (Preference shares)	Nil 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)

1. Rights issue       At price:       State currency       Issue and allotment date: $(dd/mm/yyyy)$ $(/ / / )$ (d/mm/yyyy)         2. Open offer       At price:       State currency       Class of issuable (Note 1)       Shares issuable (Note 1)         2. Open offer       At price:       State currency       Class of issuable (Note 1)       Shares issuable (Note 1)         3. Placing       At price:       State currency       Class of issuable (Note 1)       Shares issuable (Note 1)         3. Placing       At price:       State currency       Class of issuable (Note 1)       Shares issuable (Note 1)         4. Bonus issue       Class of issuable (Note 1)       Shares issuable (Note 1)       N/A       N/A         4. Bonus issue       Class of issuable (Note 1)       Shares issuable (Note 1)       N/A       N/A         4. Bonus issue       EGM approval date:       (/ / ) (dd/mm/yyyy)       N/A       N/A		<u>her Movements i</u> Type of Issue	n Issued Shai	e Capital		shares of	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)       ( / / ) (d/mm/yyyy)         2. Open offer       At price :       State currency       Class       of       shares         2. Open offer       At price :       State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )         3. Placing       At price :       State currency       Class       of       shares         3. Placing       At price :       State currency       Class       of       shares         4. Bonus issue       Class       of       shares       issuadallotment ( / / )       N/A       N/A         4. Bonus issue       Class       of       shares       issue and allotment ( / / )       ( / / )       N/A       N/A						_	
EGM approval date: $(//)$ EGM approval date: $(//)$ (d/mm/yyyy) N/A N/A N/A N/A 2. Open offer At price: State currency Class of shares EGM approval date: $(//)$ (d/mm/yyyy) EGM approval date: $(//)$ (d/mm/yyyy) EGM approval date: $(//)$ N/A N/A N/A N/A Suc and allotment $(//)$ (d/mm/yyyy) EGM approval date: $(//)$ N/A N/A N/A N/A	1.	Rights issue	At price :		Issue and allotment ( / /	)	
2. Open offer $\Lambda t \text{ price}$ : State $(\text{Class of shares} - \text{issuable (Note 1)})$ 2. Open offer $\Lambda t \text{ price}$ : State $(\text{currency})$ Issue and allotment $(//)$ $(//)$ (dd/mm/yyyy) $(//)3. Placing \Lambda t \text{ price}: State (\text{currency}) Issue and allotment (//) (//)(dd/mm/yyyy)$ $(//)(dd/mm/yyyy)$ $(//)(dd/mm/yyyy)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)$ $(//)(//)$ $(//)$ $(//)$ $(//)$ $(//)(//)$ $(//$				currency	EGM approval date: ( / /	)	
2. Open offer       At price :       State currency       Issue and allotment date : (dd/mm/yyyy) $(//)$ 2. Open offer       At price :       State currency       Issue and allotment (dd/mm/yyyy) $(//)$ 3. Placing       At price :       State currency       Class of issuable (Note 1)       shares         3. Placing       At price :       State currency       Issue and allotment (dd/mm/yyyy) $(//)$ 4. Bonus issue       Class of currency       shares currency       N/A       N/A         4. Bonus issue       Class of currency       shares currency       N/A       N/A         4. Bonus issue       Class of currency       shares					(dd/mm/yyyy)	N/A	N/A
2. Open offer At price : State Issue and allotment $(//)$ date : $(dd/mm/yyyy)$ EGM approval date: $(//)$ BGM approval date: $(//)$ M/A N/A						_	
$(dd/mm/yyyy) = \underline{N/A} = \underline{N/A}$ $N/A = \underline{N/A}$	2.	Open offer	At price :		— Issue and allotment ( / /	)	
N/A       N/A         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)         EGM approval date:       ( / / ) (dd/mm/yyyy)       N/A       N/A         4. Bonus issue       Issue and allotment ( / / ) Issue and allotment ( / / ) date : (dd/mm/yyyy)       Issue and allotment ( / / ) date : (dd/mm/yyyy)         EGM approval date:       ( / / ) ( / ) ( / ) date : ( / / ) ( / ) ( / ) ( / ) ( / ) ( / ) ( / ) / )						<u>N/A</u>	<u>N/A</u>
<ul> <li>At price currency date : (dd/mm/yyyy)</li> <li>EGM approval date: ( / / ) (dd/mm/yyyy)</li> <li><u>N/A</u> <u>N/A</u></li> <li><u>N/A</u> <u>N/A</u></li> <li>Class of shares</li></ul>						_	
(dd/mm/yyyy) <u>N/A</u> <u>N/A</u> Class of shares issuable ( <i>Note 1</i> ) 4. Bonus issue LegM approval date: (//) (dd/mm/yyyy)	3.	Placing	At price :			)	
4. Bonus issue EGM approval date: (//) (dd/mm/yyyy)							
4. Bonus issue EGM approval date: (//) (dd/mm/yyyy)						<u>N/A</u>	<u>N/A</u>
date : (dd/mm/yyyy) EGM approval date: (//) (dd/mm/yyyy)						_	
EGM approval date: (//) (dd/mm/yyyy)	4.	Bonus issue				)	
<u>N/A</u> <u>N/A</u>					EGM approval date: ( / /		
						N/A	<u>N/A</u>

				issuable (Note 1)				
5.	Scrip dividend	At price :	State	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)	( / /	)		
							N/A	N/A
				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 <i>(Note 1)</i>		_		
8.	Consideration issue	At price :	State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							N/A	N/A
				Class of shares issuable <i>(Note 1)</i>				
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
					( / /	)		
				( ( ) ) ) ) )			N/A	N/A

		Class of sharesissuable (Note 1)
10. Other (Please specify) At price :	State currency	Issue and allotment ( / / ) date : (dd/mm/yyyy)
		EGM approval date: ( / / ) (dd/mm/yyyy) <u>N/A</u> N/A
		Total E. (Ordinary shares) <u>Nil</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>

Total increase / <u>(decrease)</u> in ordinary shares during the month (i.e. Total of A to E): (1)	1,500,000
(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 Issued Share Capita	ul").)

#### 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 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.

Remarks (i	f any):	
	• •	

Submitted by: Chau Ho

 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 13.25 A 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.