日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): ______30/06/2019

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | WH Group Limited |
|----------------|------------------|
| Date Submitted | 02/07/2019 |

I. Movements in Authorised Share Capital

1. Ordinary Shares

| (1) Stock code : <u>288</u> Descr | ciption : <u>Ordinary</u> | Shares | |
|-------------------------------------|---------------------------|-------------------------------|--|
| | No. of ordinary shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| 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 |
| (2) Stock code : <u>N/A</u> Descr | ription : <u>N/A</u> | | |
| | 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 | Descrip | otion: <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 n | nonth | | | |
| Increase/(decrea | se) | | | . – | |
| | | | | | |
| Balance at close of | of the month | | | · | |

3. Other Classes of Shares

| Stock code : | N/A | Descrip | tion : | N/A | | |
|--------------------|-------------|---------|--------|----------------------|-------------------------------|--|
| | | | | f other of shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close o | f preceding | month | | | | |
| Increase/(decreas | e) | | | | | |
| Balance at close o | f the 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 ordinary shares (1) (2) | | No of preference shares | No. of other classes of shares | | |
|---|--------------------------------|-----|----------------------------|-----------------------------------|--|--|
| | (1) | (2) | Shares | or shares | | |
| Balance at close of preceding month | 14,709,660,611 | N/A | N/A | N/A | | |
| Increase/ (decrease) during the month | 886,000 | | | | | |
| Balance at close of the month | 14,710,546,611 | | | | | |

III. Details of Movements in Issued Share Capital

Total funds raised during the month from exercise

of options (State currency)

Share Options (under Share Option Schemes of the Issuer) No. of new shares of No. of new shares of Particulars 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 approval date the month (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 0 886,000 460,994 148 886,000 315,291,132 shares (Note 1) 2. N/A shares (Note 1) 3. N/A shares (Note 1) Total A. (Ordinary shares) 886,000 (Preference shares) N/A (Other class) $\overline{N/A}$

HK\$5,493,200

| | | | | | No. of new shares of issuer issued | No. of new shares of issuer which |
|---|---------------------------------|-----------------------------------|-----------------------------------|--|--|---|
| | , | Nominal valu | 0 | | during the month | may be issued pursuant |
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | at close of preceding month | E Exercised during th month | at close of the | pursuant thereto | thereto as at close of the month |
| 1. N/A | | | | | | |
| | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | | |
| 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 | | | _ | | | |
| Subscription prize | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | |) | | | | |
| (dd/mm/yyyy) 4. N/A | |) | | | | |
| ^ | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| 01 | | | | | | |
| Subscription price | | | _ | | | |
| (if applicable) | , , , , | , | | | | |
| (dd/mm/yyyy) | (/ / |) | _ | | | |
| | | То | | rdinary shares) <u>Nil</u> ference shares) <u>N/r</u> (Other class) <u>N/r</u> | А | - |

| Convertibles (i.e. Convertible | into Shares of the | 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 (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy)) | | | | | | |
| 2. N/A | | | | | | |
| | _ | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable <i>(Note 1)</i> Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) 3. N/A | (/ /) | | | | | |
| <i>J.</i> 1 N / <i>I</i> | | | | | | |
| | | | | | | |
| | | | | | | |
| 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) | (/ /) | | | | | |
| <u> </u> | | | Total C. (Ordin | | | _ |
| | | | | nce shares) $\frac{N}{N}$ | | - |
| | | | (C | Other class) <u>N/</u> | Λ | - |

| 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 |
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| NU | |
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| | |
| N/A | |
| | |
| | during the month pursuant thereto |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| | her Movements i Type of Issue | in Issued Snat | e Capitai | | 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 |
|----|----------------------------------|----------------|-------------------|--|--|---|
| | | | | Class of shares | _ | |
| 1. | Rights issue | At price : | State | issuable <i>(Note 1)</i> — 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> | _ | |
| 2. | Open offer | At price : | State currency | — Issue and allotment (/ / date : (dd/mm/yyyy) |) | |
| | | | | EGM approval date: (/ / (dd/mm/yyyy) | | 27/4 |
| | | | | | N/A | <u>N/A</u> |
| | | | | Class of sharesissuable <i>(Note 1)</i> | _ | |
| 3. | Placing | At price : | State currency | — 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> | _ | |
| 4. | Bonus issue | | | Issue and allotment (/ / date : (dd/mm/yyyy) |) | |
| | | | | EGM approval date: (/ / (dd/mm/yyyy) |) N/A | N/A |
| | | | | | | |

| | | | | issuable (Note 1) | | | | |
|----|---------------------------|------------|-------|--|-------|---|------------|------------|
| 5. | Scrip dividend | At price : | State | date : (dd/mm/yyyy) | (/ / | | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | N/A | <u>N/A</u> |
| | | | | Class of shares repurchased <i>(Note 1)</i> | | _ | | |
| 6. | Repurchase of shares | | | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | (dd/ mm/ yyyy) | | | <u>N/A</u> | N/A |
| | | | | Class of shares redeemed <i>(Note 1)</i> | | | | |
| 7. | Redemption of shares | | | . , | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | (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) | (/ / |) | | |
| | | | | (dd/ mm/ yyyy) | | | N/A | N/A |
| | | | | Class of shares issuable (Note 1) | | | | |
| 9. | Capital reorganisation | | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval 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) Nil |
| | | | | (Preference shares) $\overline{N/A}$ (Other class) $\overline{N/A}$ |
| | | | | |
| | | | | |

| Total increase / <u>(decrease)</u> in ordinary shares during the month (i.e. Total of A to E): (1) | 886,000 |
|---|---------------|
| (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 | <i>l</i> ").) |

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 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.

Submitted by: <u>Chau Ho</u>

 Company Secretary
 Operation

 (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.