

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy):	30/04	/2021						
To: Hong Kong Exchanges and Clearing Limited								
Tame of Issuer KWG Group Holdings Limited								
Date Submitted	6 May 2021							
I. Movements in Authorise	ed Share Capital							
1. Ordinary Shares								
(1) Stock code: <u>1813</u>	Description:	N/A						
		No. of ordinary shares	Par value (HKD)	Authorised share capital (HKD)				
Balance at close of preced	ling month	8,000,000,000	0.10	800,000,000.00				
Increase/(decrease)		Nil		Nil				
Balance at close of the m	onth	8,000,000,000	0.10	800,000,000.00				
(2) Stock code:	Description:							
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of preced	ling month							
Increase/(decrease)								
Balance at close of the m	onth							

2. Preference Sha	ares
-------------------	------

Stock code: Description:			
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code:	Description:			
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding month			
Increase/(decrease)				
Balance at close of t	he month			

Total authorised share capital at the end of the month (HKD): 800,000,000.00

II. Movements in Issued Share Capital

	No. of ordin (1)	nary shares (2)	No. of preference No. of other shares classes of shares			
Balance at close of preceding month	3,180,659,353	N/A	N/A	N/A		
Increase/(decrease) during the month	(136,500)	N/A	N/A	N/A		
Balance at close of the month	3,180,522,853	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM		Movement duri		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	
approval date		vio veinent duri	ing the month		thereto	the month
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option Scheme						
adopted on						
09/02/2018						
Exercise Price:						
HKD11.12		()				
Ordinary shares	Nil	(37,500)	Nil	Nil	37,500	682,500 (vested)
(Note 1)						682,500 (total no. of outstanding share options)
2.						share options)
(/ /) shares						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
		Tota	al A. (Ordi	nary shares)	37,500	
			(Prefer	ence shares)	N/A	
			(Other class)	N/A	
Total funds raised of options (HKD)	during the m	nonth from exe	ercise	417,000		

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.						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable)	(1					
(dd/mm/yyyy) 2.	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u></u>						
(/ /)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /	')				
		Total B.	(Ordinary (Preference (Other			

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>\</u>						
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 2.		/)				
(/ /)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)		/)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/	/)				
4.						
(/ /)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/	/)				
		Total C.	(Ordinary s (Preference s (Other			

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.		
shares (Note 1)		
2	_	
	_	
	_	
shares (Note 1)	_	
Shares (River 1)		
3.		
(/ / /)		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

	101 1110 (011101)	100 111 1000	ica 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
				Class of shares				
				issuable (Note 1)				
1.	Rights issue	At price:	State	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares				
				issuable (Note 1)				
			State	Issue and allotment	(/ /)		
2.	Open offer	At price:	currency	date: (dd/mm/yyyy)		,		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
			State		()		
3.	Placing	At price:	currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(11)		
				(dd/mm/yyyy)				
				Class of shares				
				issuable (Note 1)				
4.	Bonus issue			Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

_							
						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
	Type of Issue						month
				Class of shares issuable (Note 1)			
5.	Scrip dividend	At price:	State	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(11)		
				Class of shares repurchased (Note 1)	Ordinary shares		
6.	Repurchase of shares			Cancellation date: (dd/mm/yyyy)	(23/4/2021) (See Remark)		
				AGM approval date: (dd/mm/yyyy)	(05/06/2020)	(174,000)	Nil
				Class of shares redeemed (Note 1)			
7.	Redemption of shares			Redemption date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(11)		
				Class of shares issuable (Note 1)			
8.	Consideration issue	At price:	State	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(11)		

Time of Ious	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
Type of Issue		month
Class of shares issuable (Note 1)		
9. Capital Issue and allotment (/ /) reorganisation date: (dd/mm/yyyy)		
EGM approval date: (/ /) (dd/mm/yyyy)		
Class of shares 10. Other (issue of issuable (Note 1)		
awarded shares under general mandate and At price: State currency HK\$ Issue and allotment date: (dd/mm/yyyy)		
specific mandate) EGM approval date: (/ /) (dd/mm/yyyy)		
Total E. (Ordinary shares)	(174,000)	
(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)(1)	36,500)
	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	Capital").)

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)	:	
1. 174,000 ordin	nary shares have been repurchased on 2	29 October 2020 but cancelled on 23 April 2021.
Submitted by:	CHAN Kin Wai	
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.