

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

## For the month ended (dd/mm/yyyy) : \_\_\_\_\_31/8/2019

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Value Partners Group Limited (Incorporated in the Cayman Islands with limited liability) |
|----------------|--|
| Date Submitted | 2/9/2019   |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares                         |                        |                                  |  |
|--|------------------------|----------------------------------|--|
| 1) Stock code : <u>00806</u> Description : |                        | Value Partners Group             |  |
|  | No. of ordinary shares | Par value<br>(State<br>currency) | capital  |
| Balance at close of preceding month        | 5,000,000,000          | HK\$0.10                         | HK\$500,000,000.00                                     |
| Increase/(decrease)                        | Nil                    |                                  | Nil  |
| Balance at close of the month              | 5,000,000,000          | HK\$0.10                         | HK\$500,000,000.00                                     |
| (2) Stock code :Descrip                    | otion :                |                                  |  |
|  | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br><i>(State currency)</i> |
| Balance at close of preceding month        |                        |                                  |  |
| Increase/(decrease)                        |                        |                                  |  |
| Balance at close of the month              |                        |                                  |  |

## 2. Preference Shares

| Stock code :Descrip                 | otion :                        |                                  |  |
|-------------------------------------|--------------------------------|----------------------------------|--|
|                                     | No. of<br>preference<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br><i>(State currency)</i> |
| Balance at close of preceding month |                                |                                  |  |
| Increase/(decrease)                 |                                |                                  |  |
| Balance at close of the month       |                                |                                  |  |

### 3. Other Classes of Shares

| Stock code :Descrip                 | tion :                               |                                  |   |
|-------------------------------------|--------------------------------------|----------------------------------|---|
|                                     | No. of other<br>classes of<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| 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 currency*):

HK\$500,000,000.00

# 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      | 1,855,814,831 |            |                  |                   |  |
| Increase/ (decrease)<br>during the month | Nil           |            |                  |                   |  |
| Balance at close of the month            | 1,855,814,831 |            |                  |                   |  |

# III. Details of Movements in Issued Share Capital

#### Share Options (under Share Option Schemes of the Issuer)

| Share Options (und |         |                     |               |             | Nie of severals  | No. of a superior of |
|--------------------|---------|---------------------|---------------|-------------|------------------|----------------------|
| Particulars of     |         |                     |               |             |                  | No. of new shares of |
| share option       |         |                     |               |             | of issuer issued | issuer which may be  |
| scheme             |         |                     |               |             | during the month | issued pursuant      |
| including EGM      |         | Movement du         | ing the month | า           | pursuant thereto |                      |
| approval date      |         |                     |               |             |                  | the month            |
| (dd/mm/yyyy) and   |         |                     |               |             |                  |                      |
| class of shares    | Onented | <b>E</b> ssensional | Operatives    | المعمما     |                  |                      |
| issuable           | Granted | Exercised           | Cancelled     | Lapsed      |                  |                      |
| 1.Exercise Price   |         |                     |               |             |                  |                      |
| HK\$3.94           |         |                     |               |             |                  |                      |
| Meeting            |         |                     |               |             |                  |                      |
| approved           |         |                     |               |             |                  |                      |
| (24/10/2007)       |         |                     |               |             |                  |                      |
| Ordinary shares    | Nil     | Nil                 | Nil           | Nil         | Nil              | 500,000              |
| (Note 1)           |         |                     |               |             |                  |                      |
| <u> </u>           |         |                     |               |             |                  |                      |
| 2.Exercise Price   |         |                     |               |             |                  |                      |
| HK\$13.6           |         |                     |               |             |                  |                      |
| Meeting            |         |                     |               |             |                  |                      |
| approved           |         |                     |               |             |                  |                      |
| (24/10/2007)       |         |                     |               |             |                  |                      |
| Ordinary shares    | Nil     | Nil                 | Nil           | (1,310,000) | Nil              | 22,710,000           |
| (Note 1)           |         |                     |               | (1,310,000) |                  | 22,710,000           |
|                    |         |                     |               |             |                  |                      |
| 2 Europeiros Drino |         |                     |               |             |                  |                      |
| 3.Exercise Price   |         |                     |               |             |                  |                      |
| HK\$14.092         |         |                     |               |             |                  |                      |
| Meeting            |         |                     |               |             |                  |                      |
| approved           |         |                     |               |             |                  |                      |
| (09/06/2015)       |         |                     |               |             |                  |                      |
| Ordinary shares    | Nil     | Nil                 | Nil           | (190,000)   | Nil              | 87,860,000           |
| (Note 1)           |         |                     |               |             |                  |                      |
|                    |         |                     |               |             |                  |                      |

| Particulars of<br>share option<br>scheme<br>including EGM<br>approval date |         | Movement duri   | ng the month   |            | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|--|---------|-----------------|----------------|------------|---|---|
| (dd/mm/yyyy) and   |         |                 |                |            |   |   |
| class of shares<br>issuable  | Granted | Exercised       | Cancelled      | Lapsed     |   |   |
| 4.Exercise Price   | Granieu | Exercised       | Cancelleu      | Lapseu     |   |   |
| HK\$5.87   |         |                 |                |            |   |   |
| Meeting  |         |                 |                |            |   |   |
| approved   |         |                 |                |            |   |   |
| (04/05/2017)   |         |                 |                |            |   |   |
| Ordinary shares  | Nil     | Nil             | Nil            | Nil        | Nil   | 27,500,000  |
| (Note 1)   |         |                 |                |            |   |   |
|  |         | Tot             | al A. (Ordinar | v shares)  |   |   |
|  |         |                 | (Preferenc     | • • _      |   |   |
|  |         |                 | •              | her class) |   |   |
| Total funds raised of options (State c                                     |         | onth from exerc | se<br>         |            |   |   |

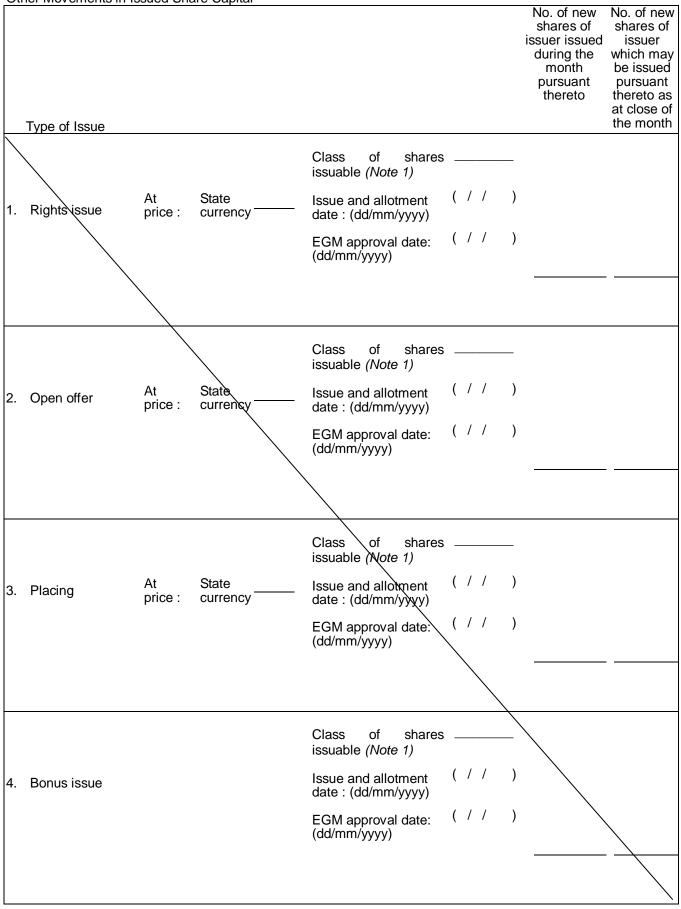
| Warrants to Issue Shares of the Issu | uer which are to be Listed |
|--------------------------------------|----------------------------|
|--------------------------------------|----------------------------|

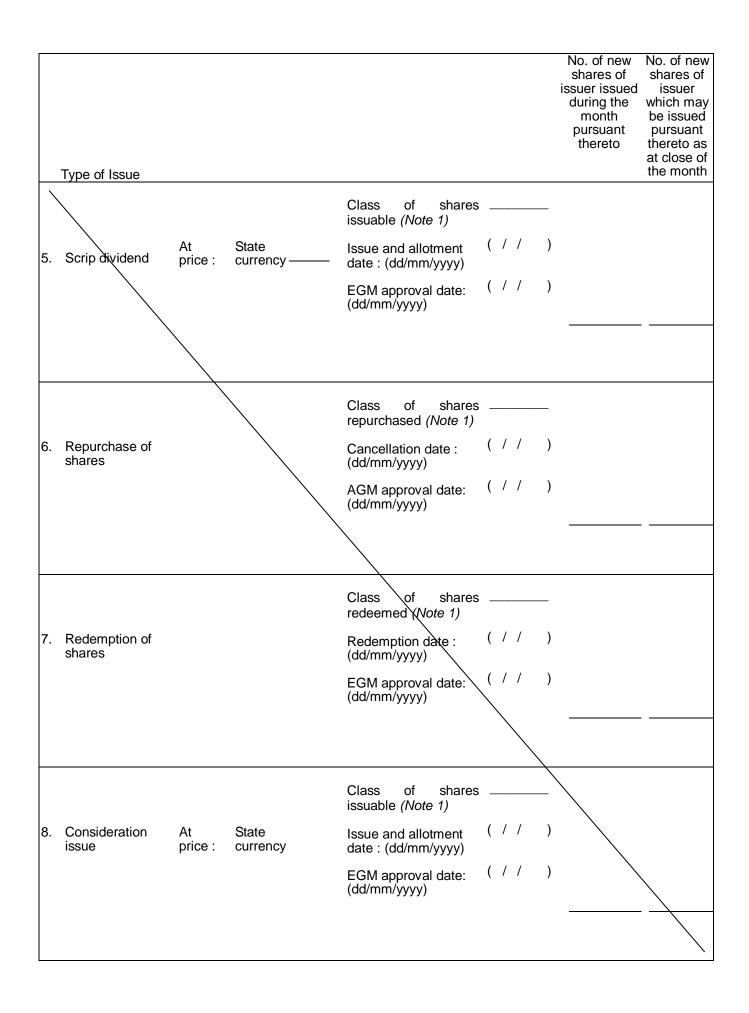
| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                                      | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---------------------------------|--|----------------------------------|---|---|---|
| <u>\.</u>   | -                               |  |                                  |   |   |   |
| $\rightarrow$   |                                 |  |                                  |   |   |   |
| ( / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)  |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)  | ( / /                           | )  |                                  |   |   |   |
| 2.  | \                               |  |                                  |   |   |   |
| · · · · · · · · · · · · · · · · · · ·   | · —                             |  |                                  |   |   |   |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)                                |                                 |  |                                  |   |   |   |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3.              | ( / /                           |  |                                  |   |   |   |
| <u> </u>  |                                 |  |                                  |   |   |   |
| ( / / )   |                                 |  | <u></u>                          |   |   |   |
| Stock code (if listed)<br>Class of shares   |                                 |  |                                  |   |   |   |
| Subscription price  |                                 |  | $\backslash$                     |   |   |   |
| EGM approval date<br>(if applicable)  |                                 |  | Ň                                | $\backslash$                              |   |   |
|   |                                 | )  |                                  |   |   |   |
| 4.  |                                 |  |                                  | $\backslash$                              |   |   |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed)  |                                 |  |                                  | $\backslash$                              | $\backslash$  |   |
| Class of shares   |                                 |  |                                  |   | $\backslash$  |   |
|   |                                 |  |                                  |   |   |   |
| EGM approval date (if applicable)   |                                 | )  |                                  |   |   |   |
|   |                                 | Total B  | . (Ordina                        | ary shares)                               |   | $\mathbf{i}$  |
|   |                                 |  | (Preferen                        | ce shares)<br>ther class)                 |   |   |

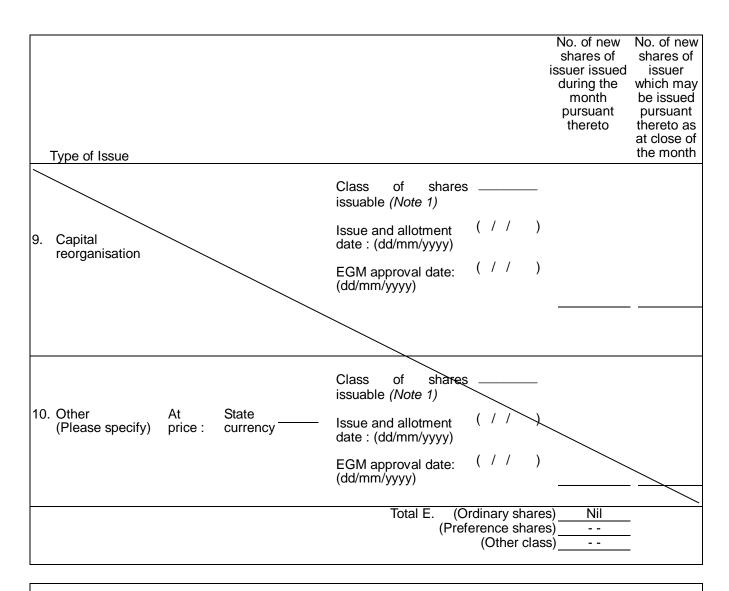
| Class and description                     | Currency of<br>amount<br>outstanding | Amount at<br>close of<br>preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--------------------------------------|---|----------------------------------|------------------------------------|---|---|
|   | outstanding                          | month                                       | monun                            | monun                              |   |   |
| <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)                              | ( / / )                              | _ \   |                                  |                                    |   |   |
| <u>3.</u>                                 | -                                    |   |                                  |                                    |   |   |
|   | -                                    | $\backslash$                                | <b>`</b>                         |                                    |   |   |
|   | -                                    |   | $\backslash$                     |                                    |   |   |
| Stock code (if listed)                    |                                      |   |                                  |                                    | ,   |   |
| Class of shares                           |                                      |   | $\backslash$                     |                                    |   |   |
| issuable (Note 1)                         |                                      |   | $\backslash$                     |                                    |   |   |
|   |                                      |   | $\backslash$                     | <b>、</b>                           |   |   |
| EGM approval date<br>(if applicable)      |                                      |   |                                  | $\backslash$                       |   |   |
|   | ( / / )                              |   |                                  |                                    |   |   |
| 4.  |                                      |   |                                  |                                    |   |   |
|   | -<br>-                               |   |                                  | $\backslash$                       |   |   |
|   | -                                    |   |                                  | $\backslash$                       | <b>`</b>  |   |
|   |                                      |   |                                  |                                    |   |   |
| Stock code (if listed)<br>Class of shares |                                      |   |                                  |                                    |   |   |
| 's such that (Also (s. A)                 |                                      |   |                                  |                                    | $\sim$  |   |
| Subscription price                        |                                      |   |                                  |                                    | $\backslash$  |   |
| EGM approval date                         |                                      |   |                                  |                                    | $\backslash$  |   |
| (if applicable)<br>(dd/mm/yyyy)           | ( / / )                              |   |                                  |                                    |   | $\mathbf{i}$  |
| (uu/mm/yyyy)                              | ( , , )                              |   | otal C. (Ordina                  | ry shares)                         |   | $\sim$  |
|   |                                      |   | (Preferen                        | ce shares)                         |   |   |
|   |                                      |   | (O                               | ther class)                        |   |   |
|   |                                      |   |                                  |                                    |   | \<br>\  |

| Options (other than under Share Option Schemes)  |   |   |
|--|---|---|
| Full particulars including EGM approval date (dd/mm/yyyy),<br>if applicable, and class of shares issuable: | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
| 1.   |   |   |
|  |   |   |
|  |   |   |
|  |   |   |
| shares (Note 1)  |   |   |
|  |   |   |
| 2.   |   |   |
| 2  |   |   |
|  |   |   |
|  |   |   |
|  |   |   |
| shares (Note 1)  |   |   |
|  |   |   |
| 3  |   |   |
|  |   |   |
|  |   |   |
|  |   |   |
| shares (Note 1)  |   |   |
|  |   |   |
| Total D. (Ordinary shares)   |   |   |
| (Preference shares)  |   |   |
|  | l   |   |
| (Other class)  |   |   |
|  |   |   |

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







| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)                      | Nil |
|--|-----|
| (2)  |     |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        |     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  |     |
| (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):

| Submitted by:  | Tricor Investor Services Limited |  |  |  |
|--|----------------------------------|--|--|--|
| Title:   | Branch Share Registrar           |  |  |  |
| (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.