日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

31/03/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	BCI Group Holdings Limited
Date Submitted	01/04/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8412</u> Descri	ption : Ordinary	shares	
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>
Balance at close of preceding month	10,000,000,000	0.01	100,000,000
Increase/(decrease)	NIL		NIL
Balance at close of the month	10,000,000,000	0.01	100,000,000
(2) Stock code : <u>N/A</u> Descri	ption : <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 : <u>N/A</u> 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 preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :	N/A	Descrip	tion :	N/A		
			clas	of other ses of ares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedi	ng month				
Increase/(decre	ease)	-				
Balance at clos	e of the mor	nth _				

Total authorised share capital at the end of the month (*State* **HK\$100,000,000** *currency*):

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	800,000,000	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	NIL	N/A	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	800,000,000	N/A	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (und	ler Share Opti	on Schemes of	f the Issuer)			
Particulars of						No. of new shares of
share option scheme						issuer which may be
including EGM					the month pursuant thereto	issued pursuant thereto as at close of
approval date	N	lovement durin	ig the month		-	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option						
Scheme						
(14/03/2017)						
Ordinary shares	-	-	-	-	-	-
(Note 1)	<u> </u>					
2. N/A						
(/ /)						
shares						
(Note 1)						
3. N/A						
shares						
(Note 1)	<u> </u>					
		Total	A. (Ordinar	rv shares)	NII	
		Total	(Preferenc	• •		
			•	her class)		
Total funds raised d	luring the mon	th from evercie	· ·			
of options (State cu			NIL			
			<u>····=</u>			

Warrants to Issue Shares of the	Issuer which	are to be Listed				
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. N/A						
Class of shares						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
<u>2. N/A</u>						
Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A						
(/ /) Stock code (if listed) Class of shares						
issuable (Note 1)						
EGM approval date						
(if applicable)	, , ,	,				
	(/ /)				
<u>4. N/A</u>						
Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date (if applicable)						
	(/ /)				
	, , , , , , , , , , , , , , , , , , ,					
		Total E		ary shares) <u>N/A</u>		_
				ice shares) <u>N/A</u>		-
			(C	other class) <u>N/A</u>		-

Convertibles (i.e. Convertible	into Shares of th	e Issuer whic	h 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)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy))	(/ /)					
<u>2. N/A</u>						
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)	(/ /)					
(uu/iiii/yyyy)	(/ /)		Total C. (Ordina	ary shares) N/A	١	
			(Preferen	ce shares) N/A	١	
			(O	ther class) N/A	\	-

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
Full particulars including ECM approval data (dd/mm/uuu)	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:		
1. <u>N/A</u>	-	
2. N/A		
	4	
shares (Note 1)	-	
3. <u>N/A</u>		
(/ /) shares (Note 1)	-	
Total D. (Ordinary shares)	N/A	
(Preference shares) (Other class)	N/A N/A	

Oth	ner Movements	in Issued Sha	re 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 currency	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)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	<u>N/A</u>
				Class of shares				
3.	Placing	At price :	State	issuable (Note 1)	(/ /)		
			ourrenoy	date : (dd/mm/yyyy) EGM approval date:	(/ /)		
				(dd/mm/yyyy)			<u>N/A</u>	<u>N/A</u>
				Class of shares				
				issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy))		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

	No. of new shares of	No. of new shares of
	issuer issued	issuer which may be
	during the month	issued
	pursuant	pursuant thereto as at
Type of Issue	thereto	close of the month

5.	Scrip dividend	At price :	State currency ———	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
6.	Repurchase of shares			(dd/mm/yyyy)	(/ /		<u>N/A</u>	<u>N/A</u>
7.	Redemption of shares			redeemed <i>(Note 1)</i> Redemption date : (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
8.	Consideration issue	At price :	State currency ——	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>

Type of Issue	No. of new No. of new shares of shares of issuer issuer which issued may be during the issued month pursuant pursuant thereto as a thereto close of the month
9. Capital reorganisation	Class of shares issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) <u>N/A N/A</u>
10. Other (Please specify) At price : State currency	Class of shares issuable (Note 1) - Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) <u>N/A N/A</u>
	Total E. (Ordinary shares) N/A (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)	N/A	
(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)

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(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: NG Shing Joe Kester_

Title: <u>Chairman and Executive Director</u> (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.