HKEX 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	VPower Group International Holdings Limited
Date Submitted	03/07/2019

1. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1608</u> Descrip	otion :	N/A	Α
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	5,000,000,000	HK\$0.1	HK\$500,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	5,000,000,000	<u>HK\$0.1</u>	HK\$500,000,000
	ption : N/A		
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A	Α
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	N/A Par value (State currency)	
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value (State currency)	Authorised share capital
	No. of ordinary shares	Par value (State currency)	Authorised share capital

2. Preference Shares

Stock code :	N/A	_Descript	ion :	N/A	Α	
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
Balance at close of	of precedir	ng month				
Increase/(decreas	se)	_				
Balance at close o	of the mon	th _				

3. Other Classes of Shares

Stock code :	N/A	_Descript	Description :		λ
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close o	of precedir	ng month			
Increase/(decreas	e)	-			
Balance at close o	of the mon	th _			

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

HK\$500,000,000

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	2,562,210,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	20,000	N/A	N/A	N/A		
Balance at close of the month	2,562,230,000	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 approval date	ſ	<u>Movement duri</u>	ng the month			No. of new shares of issuer which may be issued pursuant thereto as at close of the month
(dd/mm/yyyy) and						
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO						
Share Option						
Scheme						
(0.4/4.0/0.04.0)						
<u>(24/10/2016)</u> Ordinary						
shares	NIL	20,000	NIL	NIL	20,000	4,276,000
(Note 1)						
<u>2. N/A</u>						
(/ /) shares (Note 1)						
<u>3.</u>						
(/ /) shares (Note 1)						
		Tota	IA. (Ordina		20,000	
			(Preference)	,	N/A	
_			· ·	her class)	N/A	
Total funds raised d of options (State cu		nth from exerc		IK\$40,320		

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
<u>1. N/A</u>						
(/ /)						
Stock code (if listed) Class of shares						
issuable <i>(Note 1)</i> 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)						
(il applicable) (dd/mm/yyyy)	(/ /)	_			
3.						
(/ /)						
Stock code (if listed) Class of shares						
iccuphla (Noto 1)			_			
· · · · ·						
EGM approval date (if applicable)						
	(/ /)				
4						
(/ /)						
Stock code (if listed) Class of shares						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
		Total E		ary shares)		_
				ce shares)	N/A	-
			(U	ther class)	N/A	-

Convertibles (i.e. Convertible	into Shares of the	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 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) 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) 3.						
	_					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		Fotal C. (Ordina			
				ce shares)		-
			(O	ther class)	N/A	-

Options (other than under Share Option Schemes)		sa, meraang
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. N/A		
2.		
shares (Note 1)		·
3.		
shares (Note 1)		<u></u>
Tatal D. (Ordinary shares)	N1/A	
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A N/A	
	11/7	

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
	Type of Issue							
				Class of shares issuable (Note 1)	<u>N</u>	<u>I/A</u>		
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares	<u>N</u>	I/A		
2.	Open offer	At price :	State currency	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			carrenty	EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares	N	I/A		
3.	Placing	At price :	State	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			ourreney	EGM approval date:	(/	/)		
				(dd/mm/yyyy)				
				Class of shares	<u>N</u>	I/A		
				issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/			
				EGM approval date: (dd/mm/yyyy)	(/	/)		

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

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

	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
9.	Capital		Class of shares <u>N/A</u> issuable (<i>Note 1</i>) Issue and allotment (/ /)		
0.	reorganisation		date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
			Class of shares <u>N/A</u> issuable <i>(Note 1)</i>		
10.	Other (Please specify) At price :	State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
			Total E. (Ordina share		
			(Preference share) Other clas)		-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	20,000
(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 Capital").)	Issued Share

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; all the definitive documents of title have been delivered/are ready to be delivered/are being prepared (vi) 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 the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and (viii) executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by: ____CHAN KAM SHING_

 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.