

Monthly Return of Equity Issuer on Movements in Securities

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

31/01/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Asia Grocery Distribution Limited (Incorporated in the Cayman Islands with limited liability)
Date Submitted	04/02/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 08413 Description : Ordinary Shares								
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of preceding month	2,000,000,000	HK\$0.01	HK\$20,000,000.00					
Increase/(decrease)	N/A	_	N/A					
Balance at close of the month	2,000,000,000	HK\$0.01	HK\$20,000,000.00					
(2) Stock code : <u>N/A</u> Des	cription :	N//	4					
	cription : No. of ordinary shares		Authorised share capital					
(2) Stock code : <u>N/A</u> Des Balance at close of preceding month	No. of ordinary	Par value	Authorised share capital					
Balance at close of preceding	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>					

2. Preference Shares

Stock code : <u>N/A</u> Descri	ption :	ion :N/A			
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	n <u>N</u> /A	N/A	N/A		
Increase/(decrease)	N/A	-	N/A		
Balance at close of the month	N/A	N/A	N/A		

3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	ion : N/A			
	No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
Balance at close of preceding month	N/A	N/A	N/A	
Increase/(decrease)	N/A		N/A	
Balance at close of the month	N/A	<u>N/A</u>	N/A	

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

II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	1,162,000,000	N/A	N/A	N/A
Increase/ (decrease) during the month	N/A	N/A	N/A	N/A
Balance at close of the month	1,162,000,000	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 (dd/mm/yyyy) and	Ν	Movement dur	ing the month	1	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
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		month
1.Share Option	Crantoa	Exclored	Calicolica	Lapood		
Scheme adopted						
on 27/03/2017						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2. N/A						
shares						
(Note 1)						
0. 11/4						
3. N/A						
(/ /)						
(Note 1) shares						
4. N/A						
shares						
(Note 1)		-			N 111	
		I	otal A. (Ordi	nary snares) ence shares)		_
				Other class)		-
Total funds raised during		om exercise		- /		_
of options (State currend	;y)		<u>Nil</u>			

Warrants to Issue Shares of the	Issuer which a	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 (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>						
(/ /) Stock code (if listed) Class of shares						
O the sector for a sector						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A]]				
Stock code (if listed)						
Class of shares						
issuable <i>(Note 1)</i> Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
		, Total P	(Ordina	any charge) No		
		Total B		ary shares) <u>Nil</u> ce shares) N/A		-
				ther class) <u>N/A</u>		-

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>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. 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	(//)							
	_							
	_							
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)	(/ /)	— — 1	otal C. (Ordina			-		
				ce shares) <u>N/A</u> ther class) <u>N/A</u>		-		

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 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 month
if applicable, and class of shares issuable:		
1. N/A		
shares (Note 1)		
2. <u>N/A</u>		
shares (Note 1)		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	
(Other class)	N/A	

	<u>her Movements i</u> Type of Issue	nissueu ona				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.	Rights issue	At price :	State currency	- date : (dd/mm/yyyy)	//)		N/A
2.	Open offer	At price :	State currency	_ date : (dd/mm/yyyy)	///)		N/A
3.	Placing	At price :	State currency	_ date : (dd/mm/yyyy)	///)	N/A	N/A
4.	Bonus issue			date : (dd/mm/yyyy)	///)	N/A	N/A

At State Class of shares Issue and allotment (/ /) 5. Scrip dividend At State Issue and allotment (/ /) Generation At State Issue and allotment (/ /) Generation At N/A N/A N/A Image: State Class of shares Image: State N/A Image: State Class of shares Image: State Image: State Image: State Class of shares Image: State Image: State Image: State Class of shares Image: State Image: State Image: State Image: State Class of shares Image: State Image: State Image: State Image: State Class of shares Image: State Image: State Image: State Image: State Image: State Class of shares Image: State		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
5. Scrip dividend At state price: currency Issue and allotment date: (// /) 6. Repurchase of shares									
5. Scrip dividend At comparison of currency			_	_		(/ /)		
Image: Class of shares (dd/mm/yyyy)	5.	Scrip dividend							
6. Repurchase of shares Class of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : (/ /) (d/mm/yyyy) EGM approval date: (/ /) (d/mm/yyyy) N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares (/ /) (d/mm/yyyy) 8. Consideration At State Issue and allotment Issue Issue and allotment Issue Issue and allotment Issue Issue and allotment Issue and allotment (/ /) (d/mm/yyy) EGM approval date: (/ /) ((/ /)		
6. Repurchase of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) 8. Consideration At State Issue and allotment (/ /) (date : (dd/mm/yyyy) EGM approval date: (/ /) (date : (dd/mm/yyyy) 8. Consideration At State Issue and allotment (/ /) (date : (dd/mm/yyyy) EGM approval date: (/ /) (date : (dd/mm/yyyy)								<u>N/A</u>	<u>N/A</u>
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
Class of shares	6.					(/ /)		
N/A N/A Redemption of shares (1 / /) Redemption date : (1 / /) (dd/mm/yyyy) N/A N/A N/A State Issue and allotment issue Issue and allotment (d/mm/yyyy) Issue					EGM approval date:	(/ /)		
7. Redemption of shares redeemed (Note 1) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Bisuable Class of shares								<u>N/A</u>	N/A
snares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
Image: State (dd/mm/yyyy) N/A N/A N/A N/A N/A 8. Consideration At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
8. Consideration At State Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /)					EGM approval date: (dd/mm/yyyy)	(/ /)	Ν/Δ	NI/A
<pre>issuable (Note 1) 8. Consideration At State price : currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)</pre>								<u> </u>	<u> </u>
issue price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
(dd/mm/yyyy)	8.					(/ /)		
<u>N/A</u> <u>N/A</u>						(/ /)		
								<u>N/A</u>	N/A

	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)				
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
							<u> </u>	<u> </u>
				Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
					rdinary sh erence sh (Other	nares	s) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil	
	(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").)			

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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 17.27A, 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 GEM of 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.

IN/A		
Submitted by:	Tricor Investor Services Limited	
Title: (Director, S	Hong Kong Branch Share Registrar 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 17.27A 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.