

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

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

31/10/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

PC Partner Group Limited

Date Submitted

1/11/2016

I. Movements in Authorised Share Capital

1. Ordinary Shares

|   |                           |                                  |   |
|---|---------------------------|----------------------------------|---|
| (1) Stock code : <u>1263</u> Description : <u>Ordinary Shares</u> |                           |                                  |   |
|   | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month                               | <u>1,000,000,000</u>      | <u>HK\$0.10</u>                  | <u>HK\$100,000,000</u>                          |
| Increase/(decrease)   | <u>Nil</u>                |                                  | <u>Nil</u>                                      |
| Balance at close of the month                                     | <u>1,000,000,000</u>      | <u>HK\$0.10</u>                  | <u>HK\$100,000,000</u>                          |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>              |                           |                                  |   |
|   | No. of ordinary<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                                     | _____                     | _____                            | _____   |

## 2. Preference Shares

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

## 3. Other Classes of Shares

|                                     |                                |                               |  |
|-------------------------------------|--------------------------------|-------------------------------|--|
| Stock code : <u>  N/A  </u>         | Description : <u>  N/A  </u>   |                               |  |
|                                     | No. of other classes of shares | Par value<br>(State currency) | Authorised share 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   **HK\$100,000,000**   currency) :

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |            | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)        |                         |                                |
| Balance at close of preceding month   | <u>417,518,668</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>9,720,000</u>       | <u></u>    | <u></u>                 | <u></u>                        |
| Balance at close of the month         | <u>427,238,668</u>     | <u></u>    | <u></u>                 | <u></u>                        |

## 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 class of shares issuable                                    | Movement during 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 |
|---|---------------------------|------------------|----------------------------|------------|--|---|
|   | Granted                   | Exercised        | Cancelled                  | Lapsed     |  |   |
| 1. Pre-IPO Share Option Scheme<br>Exercise Price:<br>HK\$1.46<br>( 14/12/2011)<br>Ordinary share<br>(Note 1)                                | <u>0</u>                  | <u>9,720,000</u> | <u>0</u>                   | <u>0</u>   | <u>0</u>   | <u>4,025,000</u>  |
| 2. 2016 Share Option Scheme (approved on 17/06/2016)<br>Exercise Price:<br>HK\$1.09 (approved on 26/08/2016)<br>Ordinary shares<br>(Note 1) | <u>0</u>                  | <u>0</u>         | <u>0</u>                   | <u>0</u>   | <u>0</u>   | <u>18,000,000</u>   |
| 3. N/A<br><br><br><br>( / / )<br>shares<br>(Note 1)   |                           |                  |                            |            |  |   |
|   |                           |                  | Total A. (Ordinary shares) |            | <u>Nil</u>   |   |
|   |                           |                  | (Preference shares)        |            | <u>N/A</u>   |   |
|   |                           |                  | (Other class)              |            | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (State currency)   |                           |                  |                            | <u>Nil</u> |  |   |

Warrants to Issue Shares of the Issuer 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 |
|---|---------------------------------|--|----------------------------------|---|---|---|
| 1. N/A  |                                 |  |                                  |   |   |   |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed)  |                                 |  |                                  |   |   |   |
| Class of shares   |                                 |  |                                  |   |   |   |
| issuable (Note 1)   |                                 |  |                                  |   |   |   |
| Subscription price  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)  |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)  |                                 | ( / / )  |                                  |   |   |   |
| 2. N/A  |                                 |  |                                  |   |   |   |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed)  |                                 |  |                                  |   |   |   |
| Class of shares   |                                 |  |                                  |   |   |   |
| issuable (Note 1)   |                                 |  |                                  |   |   |   |
| Subscription price  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)  |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)  |                                 | ( / / )  |                                  |   |   |   |
| 3. N/A  |                                 |  |                                  |   |   |   |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed)  |                                 |  |                                  |   |   |   |
| Class of shares   |                                 |  |                                  |   |   |   |
| issuable (Note 1)   |                                 |  |                                  |   |   |   |
| Subscription price  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)  |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)  |                                 | ( / / )  |                                  |   |   |   |
| 4. N/A  |                                 |  |                                  |   |   |   |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed)  |                                 |  |                                  |   |   |   |
| Class of shares   |                                 |  |                                  |   |   |   |
| issuable (Note 1)   |                                 |  |                                  |   |   |   |
| Subscription price  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)  |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)  |                                 | ( / / )  |                                  |   |   |   |
| Total B. (Ordinary shares) <u>Nil</u><br>(Preference shares) <u>N/A</u><br>(Other 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 2. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| 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 C. (Ordinary shares)   | <b>Nil</b>   |   |
|  |                                |                                    |                            | (Preference shares)          | <b>N/A</b>   |   |
|  |                                |                                    |                            | (Other class)                | <b>N/A</b>   |   |

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. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 2. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 3. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| Total D. (Ordinary shares)  | <b>Nil</b>   |   |
| (Preference shares)   | <b>N/A</b>   |   |
| (Other class)   | <b>N/A</b>   |   |

Other Movements in Issued 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 |
|---------------|--------------|---------------------------------|---|--|---|
| 1.            | Rights issue | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | N/A  | N/A   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | N/A  | N/A   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | N/A  | N/A   |
| 4.            | Bonus issue  |                                 | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | N/A  | 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 |
|---------------|----------------------|---------------------------------|---|--|---|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy ) | N/A  | N/A   |
| 6.            | Repurchase of shares |                                 | Class of shares _____<br>repurchased ( <i>Note 1</i> )<br>Cancellation date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy )     | N/A  | N/A   |
| 7.            | Redemption of shares |                                 | Class of shares _____<br>redeemed ( <i>Note 1</i> )<br>Redemption date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy )          | N/A  | N/A   |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy ) | N/A  | N/A   |



|                            |            |                      |  | 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              |            |                      |  |  |   |
| 9. Capital reorganisation  |            |                      | Class of shares _____<br>issuable (Note 1)<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| 10. Other (Please specify) | At price : | State currency _____ | Class of shares _____<br>issuable (Note 1)<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
|                            |            |                      |  | Total E. (Ordinary shares)   | Nil   |
|                            |            |                      |  | (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) | 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remarks (if any):

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

Submitted by: \_\_\_\_\_ Ms. Leung Sau Fong \_\_\_\_\_

Title: \_\_\_\_\_ Company Secretary \_\_\_\_\_  
(Director, Secretary or other duly authorised officer)

---

Notes :

1. State the class of shares (e.g. ordinary, preference or other).
2. If there is insufficient space, please append the prescribed continuation sheet.