HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/01/2020</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Royal Catering Group Holdings Company Limited
Date Submitted	3 February 2020

I. Movements in Authorised Share Capital

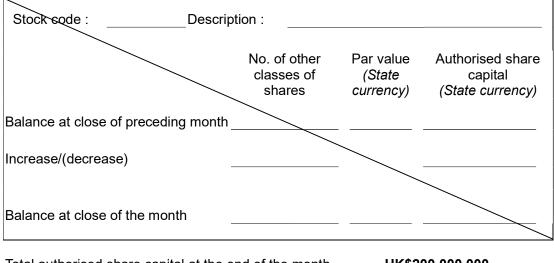
1. Ordinary Shares

(1) Stock code : <u>8300</u> Descrip	otion : <u>Ordinary</u>	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	20,000,000,000	HK\$0.01	HK\$200,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	20,000,000,000	HK\$0.01_	HK\$200,000,000
(2) Stock code :Descrip	otion :		
	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 :Desc	ription :		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding mont	th	·	
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares



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

HK\$200,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference No. of othe	
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	2,643,360,000	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	2,643,360,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

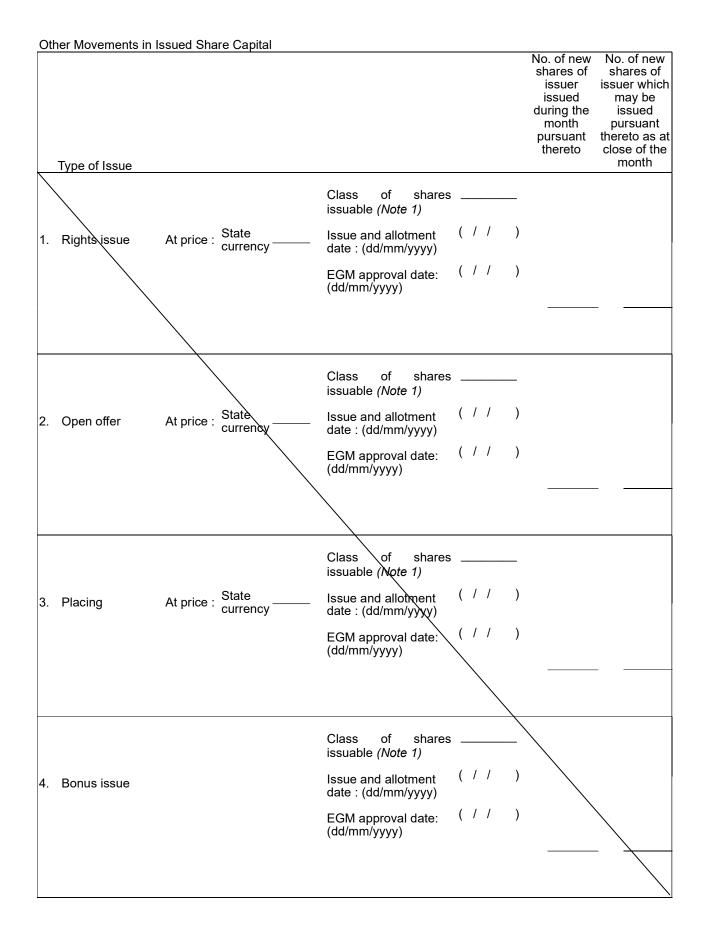
Share Options (und	er Share Op	tion Schemes o	of the Issuer)			
Particulars of share option scheme including EGM		Movement duri	ng the month			No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date			ng the month	•	_	the month
(dd/mm/yyyy) and						
class of shares			• ··· ·			
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share						
Option						
Scheme						
(21/07/2016)	N 111		N 111		N 111	
ordinary shares	Nil	Nil	Nil	Nil	Nil	60,000,000
(Note 1)						
<u>2. N/A</u>						
shares						
(Note 1)						
3. N/A						
<u>3. N/A</u>						
shares						
(Note 1)						
(10010-1)		Tota	IA. (Ordina	ry charac)	Nil	
		1012	(Preferend		N/A	
				her class)	N/A	
Total funda raias d d	uring the re-	nth from over-	•	nei 0ass)	<u> </u>	
Total funds raised d of options (State cu		nun nom exerc	ise	Nil		
	noncy)					

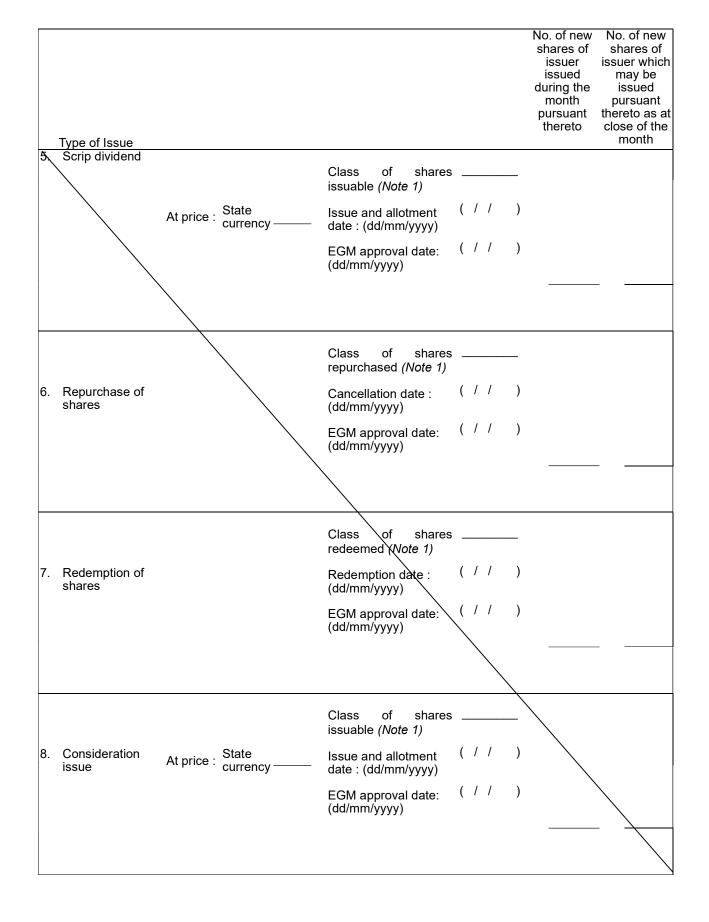
Warrants to Issue Shares of the	lssuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
(/) Stock code (if listed) Class of shares issuable (<i>Wote 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
2.						
	\backslash					
(/ /) Stock code (if listed) Class of shares						
issuable (Note 1)	\longrightarrow					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /					
<u>3.</u>						
(/ /)		\				
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
EGM approval date				\backslash		
(if applicable) (dd/mm/yyyy)	(/ /)		\mathbf{i}		
4.	(, ,	/				
				\backslash		
	<u> </u>			<u> </u>		
(/ /)				\backslash	\	
Stock code (if listed) Class of shares					\backslash	
					\backslash	
Subscription price					\backslash	
EGM approval date (if applicable)					\backslash	
	(/ /)				\backslash
	•		(o	. .		\mathbf{i}
		Total B		ary shares) ce shares)		- \
			(Fieleien) (C	ther class)		- \
			(0			- \

Convertibles (i.e. Convertible	into Shares of th	e Issuer which	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>\</u>	_					
$ \rightarrow $	_					
	_					
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	\\	\leftarrow				
(if applicable)		\mathbf{i}				
(dd/mm/yyyy)	(/ /)					
<u>3.</u>	_	\sim				
		\backslash				
	_		\backslash			
Stock code (if listed)			$\overline{}$			
Class of shares			\backslash			
			\backslash			
Subscription price EGM approval date			\backslash	、		
(if applicable)				\backslash		
	(/ /)					
4.	_					
	_			\backslash		
	_			\backslash	\	
Stock code (if listed)					$\overline{}$	·
Class of shares					\backslash	
issuable (Note 1)					\backslash	
Subscription price EGM approval date					\backslash	
(if applicable)					,	\backslash
(dd/mm/yyyy)	(/ /)					\mathbf{n}
		Т	otal C. (Ordina	ary shares)		- \
			(Freieren) (C)	ce shares) ther class)		- \
			(0			- \

Options (other than under Share Option Schemes)		
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		
shares (Note 1)	-	
2.		
	-	
	-	
	-	
shares (Note 1)		
3.		
0.		
shares (Note 1)		·
	-	
Total D. (Ordinary shares)		
(Preference shares)		
(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)





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 at thereto close of the month
Class of sh issuable (Note 1)	nares
9. Capital Issue and allotme reorganisation date : (dd/mm/yyy	
EGM approval da (dd/mm/yyyy)	te: (/ /)
issuable (Note 1)	nares
10. Other (Please specify) At price : State currency Issue and allotme date : (dd/mm/yyy	
EGM approval da (dd/mm/yyyy)	ite: (/ /)
	Total E. (Ordinary
	(Preference shares) (Other class)

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 Capital").</i>)	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 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.

Remarks (if any):

N/A

Submitted by: <u>Ng Shing Kin</u>
Title: 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 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.