

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/04/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer A.Plus Group Holdings Limited

Date Submitted 03/05/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 8251 Description : Ordinary Shares

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|------------------------|-------------------------------|--|
| Balance at close of preceding month | <u>8,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$80,000,000.00</u> |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | <u>8,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$80,000,000.00</u> |

(2) Stock code : _____ Description : _____

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|------------------------|-------------------------------|--|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

2. Preference Shares

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

3. Other Classes of Shares

| | | | | |
|-------------------------------------|-------|--------------------------------|----------------------------|---|
| Stock code : | _____ | Description : | _____ | |
| | | No. of other classes of shares | Par value (State currency) | Authorised share capital (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 currency) :

HK\$80,000,000.00

II. Movements in Issued Share Capital

| | No. of ordinary shares (1) | (2) | No of preference shares | No. of other classes of shares |
|---------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of preceding month | 400,000,000 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | Nil | N/A | N/A | N/A |
| Balance at close of the month | 400,000,000 | 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 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. _____ _____ _____ _____ _____ shares (Note 1) | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. _____ _____ _____ _____ (/ /) _____ shares (Note 1) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ _____ _____ (/ /) _____ shares (Note 1) | _____ | _____ | _____ | _____ | _____ | _____ |
| Total A. (Ordinary shares) | | | | | _____ | _____ |
| (Preference shares) | | | | | _____ | _____ |
| (Other class) | | | | | _____ | _____ |
| Total funds raised during the month from exercise of options (State currency) | | | | | _____ | _____ |

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. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) | | | | | | |
| 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. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) | | | | | | |
| Stock code (if listed) _____ | | | | | | |
| Class of shares _____ | | | | | | |
| issuable (Note 1) _____ | | | | | | |
| Subscription price _____ | | | | | | |
| EGM approval date _____ | | | | | | |
| (if applicable) _____ | | | | | | |
| (dd/mm/yyyy) _____ | (/ /) | | | | | |
| 4. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) | | | | | | |
| Stock code (if listed) _____ | | | | | | |
| Class of shares _____ | | | | | | |
| issuable (Note 1) _____ | | | | | | |
| Subscription price _____ | | | | | | |
| EGM approval date _____ | | | | | | |
| (if applicable) _____ | | | | | | |
| (dd/mm/yyyy) _____ | (/ /) | | | | | |
| Total B. (Ordinary shares) _____ | | | | | | |
| (Preference shares) _____ | | | | | | |
| (Other class) _____ | | | | | | |

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. _____ _____ _____ | | | | | | |
| 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 (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ | (/ /) | | | | | |
| 3. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ | (/ /) | | | | | |
| 4. _____ _____ _____ | | | | | | |
| 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) _____ | | |
| | | | | (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)

| 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. _____ _____ _____ (/ /) shares (Note 1) | | |
| 2. _____ _____ _____ (/ /) shares (Note 1) | | |
| 3. _____ _____ _____ (/ /) shares (Note 1) | | |
| Total D. (Ordinary shares) (Preference shares) (Other class) | | |

Other Movements in Issued Share Capital

| | | | 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 | Type of Issue Rights 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) | (/ /) (/ /) | _____ _____ |
| 2. Open offer | 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) | (/ /) (/ /) | _____ _____ |
| 3. Placing | 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) | (/ /) (/ /) | _____ _____ |
| 4. Bonus issue | | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval 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 |
|-------------------------|---------------------------------|--|--|---|
| 5. Scrip dividend | 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) | _____ | _____ |
| 6. Repurchase of shares | | Class of shares _____ repurchased (<i>Note 1</i>) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 7. Redemption of shares | | Class of shares _____ redeemed (<i>Note 1</i>) Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 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) | _____ | _____ |

| 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 reorganisation | | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 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) (/ /) | _____ | _____ |
| | | | Total E. (Ordinary shares) _____ | _____ |
| | | | (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 Issued Share Capital").)</i> | | |

