

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) : 31/05/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer TK Group (Holdings) Limited (the "Company")

Date Submitted 31/05/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|------------------------------------------------------------------|-----------------------------|-------------------------------|----------------------------------------------|
| (1) Stock code : <u>02283</u> Description : <u>TK GROUP HLDG</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>2,000,000,000</u> | <u>HK\$0.10</u> | <u>HK\$200,000,000.00</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>2,000,000,000</u> | <u>HK\$0.10</u> | <u>HK\$200,000,000.00</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u> </u> | <u> </u> | <u> </u> |
| Increase/(decrease) | <u> </u> | | <u> </u> |
| Balance at close of the month | <u> </u> | <u> </u> | <u> </u> |

2. Preference Shares

| | | | | |
|-------------------------------------|------------|--------------------------|----------------------------|-------------------------------------------|
| Stock code : | <u>N/A</u> | Description : | <u>N/A</u> | |
| | | 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 : | <u>N/A</u> | Description : | <u>N/A</u> | |
| | | 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\$2,000,000,000.00

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>826,600,000</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>NIL</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>826,600,000</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</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 | | |
| <u>1. Share Option Scheme adopted On 29 November 2013</u> <u>(/ /)</u> | | | | | | |
| <u>Ordinary shares</u> <u>(Note 1)</u> | <u>NIL</u> | <u>NIL</u> | <u>NIL</u> | <u>NIL</u> | <u>NIL</u> | <u>6,660,000</u> |
| <u>2.N/A</u> <u>(/ /)</u> <u>shares</u> <u>(Note 1)</u> | | | | | | |
| <u>3.N/A</u> <u>(/ /)</u> <u>shares</u> <u>(Note 1)</u> | | | | | | |
| | | | <u>Total A. (Ordinary shares)</u> | | <u>NIL</u> | |
| | | | <u>(Preference shares)</u> | | <u>N/A</u> | |
| | | | <u>(Other class)</u> | | <u>N/A</u> | |
| <u>Total funds raised during the month from exercise of options (State currency)</u> | | | <u>N/A</u> | | | |

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

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

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) Issue and allotment date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy) | N/A | N/A |
| 2. Open offer | At price : | State currency _____ | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy) | N/A | N/A |
| 3. Placing | At price : | State currency _____ | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy) | N/A | N/A |
| 4. Bonus issue | | | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd / mm / yyyy) 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 _____ issuable (<i>Note 1</i>) Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | <u>N/A</u> | <u>N/A</u> |
| 6. | Repurchase of shares | | Class of shares _____ repurchased (<i>Note 1</i>) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | <u>N/A</u> | <u>N/A</u> |
| 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> | <u>N/A</u> |
| 8. | Consideration issue | At price : State currency _____ | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | <u>N/A</u> | <u>N/A</u> |
| 9. | Capital reorganisation | | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | <u>N/A</u> | <u>N/A</u> |

| | | 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 | | | |
| | | | |
| 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) | <u>N/A</u> <u>N/A</u> |
| | | Total E. (Ordinary shares) | <u>NIL</u> |
| | | (Preference shares) | <u>N/A</u> |
| | | (Other class) | <u>N/A</u> |

| | | |
|-------------------------------------------------------------------------------------------------------------------------|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>NIL</u> |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

N/A

Submitted by: Franky Cheung Fong Wa

Title: Executive Director

(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.*