

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Hongqiao Group Limited

Date Submitted 01/02/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 1378 Description : Ordinary Shares

	No. of ordinary shares	Par value (USD)	Authorised share capital (USD)
Balance at close of preceding month	<u>10,000,000,000</u>	<u>0.01</u>	<u>100,000,000</u>
Increase/(decrease)	<u>N/A</u>	<u></u>	<u>N/A</u>
Balance at close of the month	<u>10,000,000,000</u>	<u>0.01</u>	<u>100,000,000</u>

(2) Stock code : N/A Description :

	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>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

2. Preference Shares

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

Total authorised share capital at the end of the month (*USD*) : **100,000,000**

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	8,675,394,849			
Increase/ (decrease) during the month	(5,966,500)			
Balance at close of the month	8,669,428,349			

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)		NIL	
			(Preference shares)		NIL	
			(Other class)		NIL	
Total funds raised during the month from exercise of options (State currency)				NIL		

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 (<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 B. (Ordinary shares)					_____	NIL
(Preference shares)					_____	NIL
(Other class)					_____	NIL

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. Convertible Bonds due 2022</u>						
<u>(Principal amount:</u>						
<u>USD320,000,000)*</u>	<u>USD</u>	<u>246,400,000</u>	<u>NIL</u>	<u>246,400,000</u>	<u>NIL</u>	<u>N/A (See remarks)</u>
<u>Stock code (if listed)</u>	<u>N/A</u>					
<u>Class of shares issuable (Note 1)</u>	<u>Ordinary Shares</u>					
<u>Subscription price</u>	<u>HK\$7.53 (subject to adjustment)</u>					
<u>EGM approval date (if applicable) (dd/mm/yyyy)</u>	<u>(20/11/2017)</u>					
<u>2.</u>						
<u>Stock code (if listed)</u>	<u>_____</u>					
<u>Class of shares issuable (Note 1)</u>	<u>_____</u>					
<u>Subscription price</u>	<u>_____</u>					
<u>EGM approval date (if applicable) (dd/mm/yyyy)</u>	<u>(/ /)</u>					
<u>3.</u>						
<u>Stock code (if listed)</u>	<u>_____</u>					
<u>Class of shares issuable (Note 1)</u>	<u>_____</u>					
<u>Subscription price</u>	<u>_____</u>					
<u>EGM approval date (if applicable) (dd/mm/yyyy)</u>	<u>(/ /)</u>					
<u>4.</u>						
<u>Stock code (if listed)</u>	<u>_____</u>					
<u>Class of shares issuable (Note 1)</u>	<u>_____</u>					
<u>Subscription price</u>	<u>_____</u>					
<u>EGM approval date (if applicable) (dd/mm/yyyy)</u>	<u>(/ /)</u>					
			Total C. (Ordinary shares)	<u>NIL</u>		
			(Preference shares)	<u>NIL</u>		
			(Other class)	<u>NIL</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. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
2. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
3. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	NIL	
(Preference shares)	NIL	
(Other class)	NIL	

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 <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)	<u>Ordinary shares</u> (25/01/2019) (N/A)	(5,966,500) NIL
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 (Over-allotment)	At price : _____			
	Class of shares issuable (Note 1)	_____		
	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
	EGM approval date: (dd/mm/yyyy)	(/ /)		
_____			_____	_____
Total E. (Ordinary shares)			(5,966,500)	
			(Preference shares)	NIL
			(Other class)	NIL

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(5,966,500)
	(2)	NIL
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		NIL
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		NIL
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

The conversion period for the convertible bonds issued by the Company started from 8 January 2018.

Submitted by: **Zhang Yuexia**

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.*