



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

For the month ended (dd/mm/yyyy) : 31/10/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer ZACD Group Ltd.

Date Submitted 05/11/2018

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|   |                             |                             |   |
|---|-----------------------------|-----------------------------|---|
| (1) Stock code : <u>08313</u> Description : <u>ZACD</u> |                             |                             |   |
|   | No. of ordinary shares      | Par value (HK\$)            | Authorised share capital (HK\$)           |
| Balance at close of preceding month                     | <u>N/A</u>                  | <u>N/A</u>                  | <u>N/A</u>                                |
| Increase/(decrease)                                     | <u>N/A</u>                  |                             | <u>N/A</u>                                |
| Balance at close of the month                           | <u>N/A</u>                  | <u>N/A</u>                  | <u>N/A</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>               |



## 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>2,000,000,000</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>2,000,000,000</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</u>   |                           |            |                            |            |  |   |
| <u>Scheme adopted on 13 December 2017</u>  |                           |            |                            |            |  |   |
| <u>Ordinary shares</u><br><i>(Note 1)</i>  | <u>NIL</u>                | <u>NIL</u> | <u>NIL</u>                 | <u>NIL</u> | <u>NIL</u>   | <u>NIL</u>  |
| <u>2. Exercise Price</u>   |                           |            |                            |            |  |   |
| <u>HK\$</u>  |                           |            |                            |            |  |   |
| <u>Meeting approved</u><br><u>( / / )</u><br>shares  |                           |            |                            |            |  |   |
| <i>(Note 1)</i>  |                           |            |                            |            |  |   |
| <u>3. Exercise</u>   |                           |            |                            |            |  |   |
| <u>Price HK\$</u>  |                           |            |                            |            |  |   |
| <u>Meeting approved</u><br><u>( / / )</u><br>shares  |                           |            |                            |            |  |   |
| <i>(Note 1)</i>  |                           |            |                            |            |  |   |
|  |                           |            | 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 of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---------------------------------|---|----------------------------------|---|--|--|
| 1.<br>_____<br>_____<br><br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | N/A                             | N/A   | N/A                              | N/A                                       | N/A  | N/A  |
| 2.<br>_____<br>_____<br><br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 3.<br>_____<br>_____<br><br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 4.<br>_____<br>_____<br><br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| Total B. (Ordinary shares)  |                                 |   |                                  |   | N/A  |  |
| (Preference shares)   |                                 |   |                                  |   | N/A  |  |
| (Other class)   |                                 |   |                                  |   | N/A  |  |

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.<br>_____<br>_____<br>_____   | N/A                            | N/A                                | N/A                        | N/A                          | N/A  | N/A   |
| Stock code (if listed) _____<br>Class of shares issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 2.<br>_____<br>_____<br>_____   |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 3.<br>_____<br>_____<br>_____   |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 4.<br>_____<br>_____<br>_____   |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| Total C. (Ordinary shares) _____ N/A<br>(Preference shares) _____ N/A<br>(Other class) _____ N/A  |                                |                                    |                            |                              |  |   |

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><br><br>( / / )<br>shares (Note 1)  |  |   |
| 2. N/A<br><br><br><br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 3. N/A<br><br><br><br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      | N/A<br>N/A<br>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) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / ) | <u>N/A</u>   | <u>N/A</u>  |
| 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) _____ | ( / / )<br>( / / ) | <u>N/A</u>   | <u>N/A</u>  |
| 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) _____ | ( / / )<br>( / / ) | <u>N/A</u>   | <u>N/A</u>  |
| 4. Bonus issue  |                                 | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / ) | <u>N/A</u>   | <u>N/A</u>  |

| 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | <u>N/A</u>   | <u>N/A</u>  |
| 6. Repurchase of shares |                                 | Class of shares repurchased _____<br><i>(Note 1)</i><br>Cancellation date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)  | <u>N/A</u>   | <u>N/A</u>  |
| 7. Redemption of shares |                                 | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)       | <u>N/A</u>   | <u>N/A</u>  |
| 8. Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | <u>N/A</u>   | <u>N/A</u>  |



| 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 _____<br>(Note 1)                                 |  |   |
|                           | Issue and allotment date : (dd/mm/yyyy)                                    | ( / / )  |   |
|                           | EGM approval date: (dd/mm/yyyy)  | ( / / )  |   |
|                           |  | <u>N/A</u>   | <u>N/A</u>  |
| 10. Other                 | Class of shares issuable _____<br>(Note 1)                                 | ( / / )  |   |
|                           | At price : State currency _____<br>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>N/A</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>N/A</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):

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Submitted by: Ip Pui Sum

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

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*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.*