

# Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 28/2/2019

To: Hong Kong Exchanges and Clearing Limited						
Name of Issuer Synerg  Date Submitted 4 Marc	y Group Holdings I h 2019	nternational	Limited			
I. Movements in Authorised Share C	Capital					
1. Ordinary Shares						
(1) Stock code : 1539 Descr	iption :	Synergy	Group			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	n 50,000,000,000	HK\$0.01	HK\$500,000,000.00			
Increase/(decrease)	Nil		Nil			
Balance at close of the month	50,000,000,000	HK\$0.01	HK\$500,000,000.00			
(2) Stock code : N/A Descr	iption :					
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	າ					
Increase/(decrease)						
Balance at close of the month						

2. Preference Shares			
Stock code : N/A Descript	tion :		
	No. of preference shares	Par value (State currency)	capital
Balance at close of preceding month _			
Increase/(decrease)		_	
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Descript	tion :		
	No. of other classes of shares	(State	capital
Balance at close of preceding month _			
Increase/(decrease)		_	
Balance at close of the month _			
Total authorised share capital at the en	nd of the month	•	K\$500,000,000.00

currency):

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	e No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	550,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil		_			
Balance at close of the month	550,000,000		_			

## III. Details of Movements in Issued Share Capital

Share Options (und	er Share Op	tion Schemes of	of the Issuer)			
Particulars of share option scheme				the month pursuant	issuer which may be issued pursuant	
including EGM		Movement duri	ng the month		thereto	thereto as at close of
approval date (dd/mm/yyyy) and						the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Exercise Price				•		
HK\$1.268						
Share Option						
Scheme adopted						
on 5/3/2015						
(as amended on						
26/10/2016)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	16,650,000
(Note 1)						. 0,000,000
(11111)						
2.Exercise Price						
HK\$						
<u> </u>						
Meeting						
approved						
( / / )						
Ordinary shares						
(Note 1)						
,						
3.Exercise Price						
HK\$						
Meeting						
approved						
_ ( / / )						
Ordinary shares						
(Note 1)						
		Tota	I A. (Ordina	•	Nil	
			,	ce shares)		
			(Ot	ther class)		
Total funds raised d of options (State cu		onth from exerci	se 	Nil		
İ						

Warrants to Issue Shares of the	e 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.						
	<del>\</del>					-
Stock code (if listed)						
Class of shares						
issuable (Note 1)	$\overline{}$					
Subscription price EGM approval date		<del>\</del>				
(if applicable)						
(dd/mm/yyyy)	( / /	)				
3.						
	-					
Stock code (if listed) Class of shares			. \			
iccuable (Note 1)						
0.1						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
4.		)				
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
0 1						
EGM approval date						
(if applicable)						\
(dd/mm/yyyy)	( / /	)				
		Total B	(Ordina	ary shares)		
		Total B	Preferen)	ice shares)		- \
			(C	ther class)		-
1			`	· —		- \

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>\dagger</u> .						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	( / / )					
2.	<del>\</del>					
	_\					
	_ \					
Stock code (if listed)	_					
Class of shares						
issuable (Note 1)						
Subscription price		_				
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
3.	( , , , )	_ \				
	<del></del>					
	<del></del>					
Class of shares						
issuable (Note 1)  Subscription price						
EGM approval date			\			
(if applicable)						
(dd/mm/yyyy)	( / / )					
4.	<u> </u>					
	_					
	<u></u>					
Stock code (if listed)					$\overline{}$	
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date					`	
(if applicable) (dd/mm/yyyy)	( / / )					
(GG/11111/yyyy)	( , , , )		otal C. (Ordina	ary shares)		
		_	(Preferen	ce shares)		_ \
			(O	ther class)		_

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schomes)

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		
shares (Note 1)		<u> </u>
T. I.D. (0.1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		
		·

Oth	ner Movements in	Issued Sh	are Capital					
	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of lissuer which may be issued pursuant thereto as a close of the month
1	Rights issue			Class of shares issuable (Note 1)				
		At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
								_
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
								_
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	()/	)		
								_
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				EGM approval date:	( / /	)		- —

	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
₽.	Scrip dividend			Class of shares issuable (Note 1)				
		At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares issuable (Note 1)		_		
8.	Consideration issue	At price :	State currency ———	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 the month 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 At State (Please specify) price : currency	Class of shares issuable (Note 1)  Issue and allotment date: (dd/mm/yyyy)	
	EGM approval date: ( / / ) (dd/mm/yyyy)	
	Total E. (Ordinary shar (Preference shar (Other cla	es)

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	Nil
(2)	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	
(These figures should be the same as the relevant figures under II above ("Movements in Capital").)	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 13.25A, 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 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 Prov filed with the Registrar of Companies have been duly filed and that compliant other legal requirements;	
(vi) all the definitive documents of title have been delivered/are ready to be delive and will be delivered in accordance with the terms of issue;	red/are being prepared
(vii) completion has taken place of the purchase by the issuer of all property shown to have been purchased or agreed to be purchased by it and the purchase coproperty has been duly satisfied; and	in the listing document onsideration for all such
(viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds have executed, and particulars thereof, if so required by law, have been filed Companies.	
Remarks (if any):	
Submitted by: <u>Tricor Investor Services Limited</u>	
Title: Branch share registrar	
(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 13.25A 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.