

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Synergy Group Holdings International Limited
Date Submitted	4 June 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1539</u> Descrip	Stock code : <u>1539</u> Description :		Group
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	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_	<u>HK\$500,000,000.00</u>
(2) Stock code : <u>N/A</u> Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code : <u>N/A</u>	Descrip	otion :		
		No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of pre	eceding month			
Increase/(decrease)	-		-	
Balance at close of the	e month			

3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedin	ig month			
Increase/(decre	ease)	_			
Balance at clos	e of the mon	th _		·	

Total authorised share capital at the end of the month (*State currency*) :

HK\$500,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares (1) (2)		No of preferenc shares	e No. of other 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			

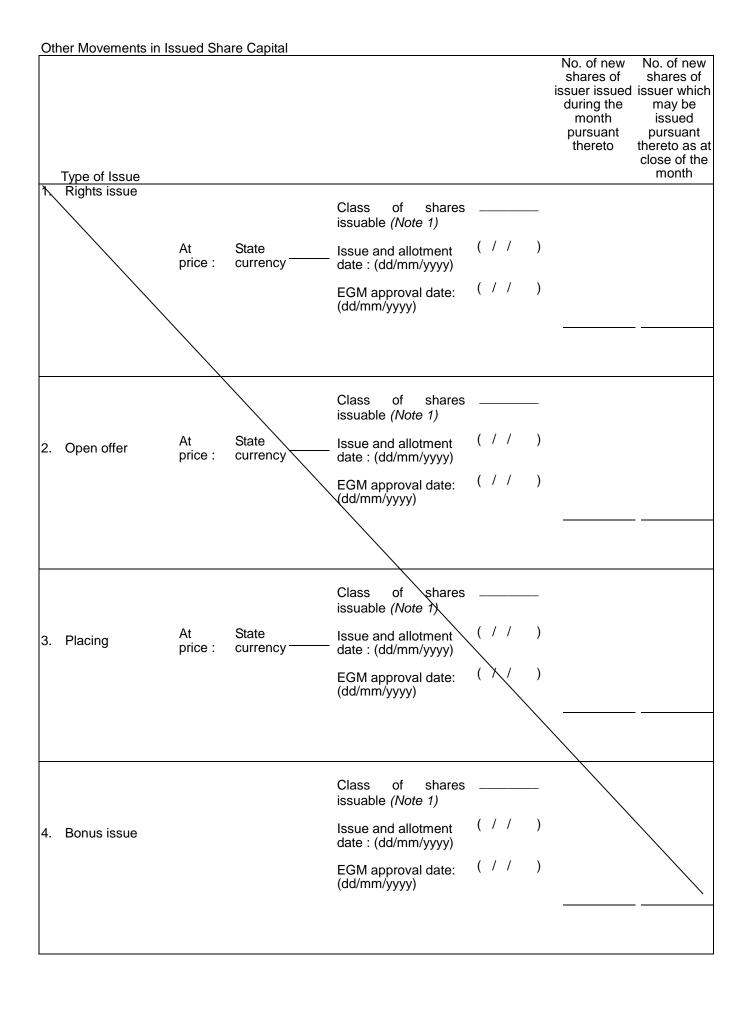
III. Details of Movements in Issued Share Capital

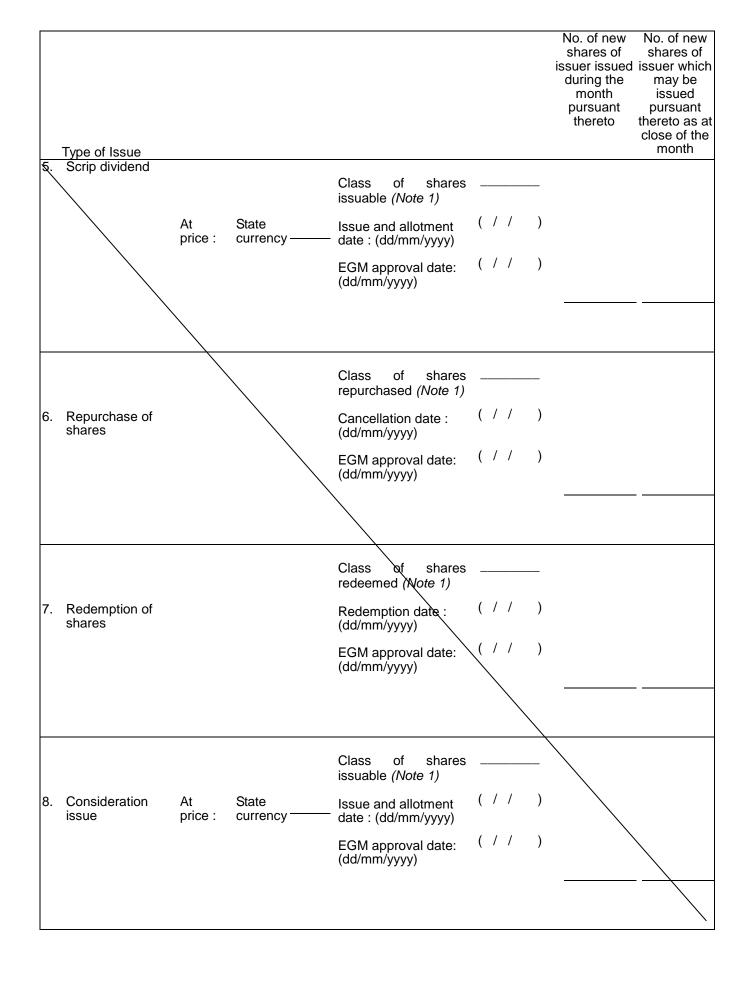
Share Options (und	er Share Opt	tion Schemes o	f the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	issued pursuant
including EGM	1	Movement durir	ng the month		thereto	thereto as at close of
approval date					-	the month
(dd/mm/yyyy) and						
class of shares	Cronted	Evereiged	Concelled	Longod		
issuable 1.Exercise Price	Granted	Exercised	Cancelled	Lapsed		
HK\$1.268						
Share Option						
Scheme adopted						
on 5/3/2015						
(as amended on						
26/10/2016)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	3,206,200
(Note 1)						
2.Exercise Price						
HK\$						
·						
Meeting						
approved						
Ordinary shares						
(Note 1)			·			
(
3.Exercise Price						
HK\$						
Meeting						
approved						
Ordinary shares						
(Note 1)			· ·			
		Total	A. (Ordina	ary charge)	Nil	
		Total				
			•	nce shares)		
			•	Other class)		
Total funds raised d		nth from exercis	se	Nil		
of options (State cur	rency)					

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
<u>\.</u>						
$(\lambda /)$						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
2.						
	\backslash					
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy) 3.	(/ /					
<u>.</u>		\backslash				
(/ /)			\backslash			
Stock code (if listed)			\backslash			
Class of shares issuable (Note 1)						
O , the emination marks a						
EGM approval date			```	\backslash		
(if applicable) (dd/mm/yyyy)	(/ /)		\mathbf{i}		
4.		/		\backslash		
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Stock code (if listed) Class of shares					\backslash	
in a contration (N (a. 1)					\backslash	
Subscription price					\backslash	
EGM approval date (if applicable)					\backslash	
	(/ /)			Ň	
	Х		<i>(</i> 0			\backslash
		Total B	. (Ordina	ary shares)		. \
			(Freieren) (C)	ce shares) ther class)		- \
			,0			- \

Convertibles (i.e. Convertible in	nto 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>\</u>	-					
	-					
	-					
Stock code (if listed) Class of chares 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.	-	_ \				
	-	\backslash	、			
	-		\backslash			
Subcorintian price						
EGM approval date			\backslash	\backslash		
(if applicable) (dd/mm/yyyy)	(/ /)			\backslash		
4.	(/ /)					
	-					
	-			\backslash	`	
Stock code (if listed)						
Class of shares					\backslash	
Subscription price					\backslash	
(if applicable)	<i>, , ,</i> , , , ,					\backslash
(dd/mm/yyyy)	(/ /)		otal C (Ordina	ry shares)		\backslash
			(Preferen	ce shares)		
			(O	ther class)		

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)		ed, including
Full particulars including FCM approval data (dd/mm/suus)	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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		ule monul
	-	
2.		
shares (Note 1)		
3.		
0		
shares (Note 1)		< <u> </u>
Total D. (Ordinary shares) (Preference shares)		
(Other class)		





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)	(/ /)		
			Class of shares issuable (Note 1)		_		
10. Other (Please specify)	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy) 	(/ /)		<
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E. ((Pre	Ordinary eference (Othe	share	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 bereby 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 role 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 Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by: Tricor Investor Services Limited

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.