

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/12/2018</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Differ Group Holding Company Limited
Date Submitted	3/1/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares	

(1) Stock code : <u>6878</u> Descrip	1) Stock code : 6878       Description : Ordinary shares						
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of preceding month	20,000,000,000	HK\$0.0025	HK\$50,000,000				
Increase/(decrease)	-	-					
Balance at close of the month	20,000,000,000	<u>HK\$0.0025</u>	<u>HK\$50,000,000</u>				
(2) Stock code : <u>N/A</u> Descrip	otion :						
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of preceding month							
Increase/(decrease)		-					
Balance at close of the month							

# 2. Preference Shares

Stock code :	N/A	Description :		
		No. of preference shares	Par value ence (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month		
Increase/(decreas	se)			
Balance at close	of the month			

#### 3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	ption :		
	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<br/>currency) :HK\$50,000,000

### II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close at preceding month	5,330,387,880	N/A	N/A	N/A
Increase/ (decrease) during the month		N/A	N/A	N/A
Balance at close of the month	5,330,387,880	N/A	N/A	N/A

### 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		Movement dur	ing 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
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
$ \begin{array}{r} 1. Share Option \\ \underline{Scheme} \\ \underline{(26/11/2013)} \\ \underline{Exercise \ price} \\ \underline{0.734} \end{array} $				i		
Ordinary shares (Note 1)	Nil	Nil	1,044,000	Nil	Nil	42,194,000
2. N/A						
(///) shares (Note 1)						
3.N/A						
(///) shares (Note 1)						
		T	otal A. (Ordin	nary shares)	Nil	
			(Prefere	ence shares)	N/A	
Total family and a start 1	ing the			Other class)	N/A	
Total funds raised dur options (State currenc		rom exercise of	Nil			

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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>1. N/A</u>					
( / / )         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) <u>4. N/A</u>	( / / )				
Class of shares issuable (Note 1)	·				
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Tota	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		-

<u>Convertibles (i.e. Convertible i</u>	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 a 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 ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable)						
	( / / )					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable)	( / / )		Total C. (Ordu	nary shares) N/A		
			(Prefere	ence shares) $\frac{N/A}{N/A}$ Other class) $\frac{N/A}{N/A}$		

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),	No. of new shares of	No. of new shares of
if applicable, and class of shares issuable:	issuer issued during	issuer which may be

	For Main Board and GEM listed issuers			
	the month pursuant thereto	issued pursuant thereto as at close of the month		
1. <u>N/A</u>				
( / / ) shares (Note 1)				
2. <u>N/A</u>				
shares (Note 1)				
3. <u>N/A</u>				
( / / ) shares (Note 1)				
Total D. (Ordinary shares)	N/A			
(Preference shares) (Other class)	N/A N/A			

	<u>er Movements in Is</u> Type of Issue	suca Snare Capital			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
			Class of shares issuable( <i>Note 1</i> )			
1.	Rights issue	At price : State	Issue and allotment ( / / date : (dd/mm/yyyy)	)		
			EGM approval date: ( / / (dd/mm/yyyy)	)	<u>N/A</u>	<u>N/A</u>
			Class of shares issuable( <i>Note 1</i> )			
2.	Open offer	At price : State	Issue and allotment ( / / date : (dd/mm/yyyy)	)		
			EGM approval date: ( / / (dd/mm/yyyy)	)	<u>N/A</u>	N/A
3.	Placing	At price : State	Class of shares issuable Ordina (Note 1) Issue and allotment ( / /			
	-	currency	EGINI approval date.	)		
			(dd/mm/yyyy)		<u>N/A</u>	N/A
			Class of shares issuable( <i>Note 1</i> )			
4.	Bonus issue		Issue and allotment ( / / date : (dd/mm/yyyy)	)		
			EGM approval date: ( / / (dd/mm/yyyy)	)		
					N/A	N/A
5.	Scrip dividend	At price : State currency	Class of shares issuable		N/A	N/A

		For Main Board and GEM listed issuers No. of new No. of new				
The CI is					shares of issuer	shares of
Type of Issue	(Note 1)					monui
	Issue and allotment date : (dd/mm/yyyy)	(	/ /	)		
	EGM approval date: (dd/mm/yyyy)	(	/ /	)		
	Class of shares repurchased (Note 1)					
Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(	/ /	)		
	EGM approval date: (dd/mm/vyvy)	(	/ /	)		
					<u>N/A</u>	<u>N/A</u>
	Class of shares redeemed (Note 1)					
Redemption of shares	Redemption date : (dd/mm/yyyy)					
	EGM approval date: (dd/mm/yyyy)		( / /			
	(				<u>N/A</u>	<u>N/A</u>
	Class of shares issuable (Note 1)	<u>C</u>	Ordina	u <u>ry</u>		
Consideration issue At price : State currency HK\$	Issue and allotment date : (dd/mm/yyyy)	(	/ /	/ )		
	EGM approval date:	(	/ /	/ )		
-	Redemption of shares Consideration issue At price : State HK\$	(Note 1)         Issue and allotment         date : (dd/mm/yyyy)         EGM approval date:         (dd/mm/yyyy)         Repurchase of shares         Shares         Class of shares repurchased (Note 1)         Cancellation date :         (dd/mm/yyyy)         EGM approval date:         (dd/mm/yyyy)	(Note 1)         Issue and allotment         date : (dd/mm/yyyy)         EGM approval date:         (dd/mm/yyyy)         EGM approval date:         (dd/mm/yyyy)         Repurchase of         Shares         Class of shares         Cancellation date :         (dd/mm/yyyy)         EGM approval date:         (dd/mm/yyyy)         EGM approval date:	(Note 1)         Issue and allotment       ( / / /         date : (dd/mm/yyyy)       EGM approval date:       ( / /         (dd/mm/yyyy)       EGM approval date:       ( / /         Repurchase of shares       Class of shares repurchased (Note 1)       Cancellation date :       ( / /         Repurchase of shares       Class of shares       ( / /       /         Redemption of shares       Class of shares       ( / /         Redemption of shares       Class of shares	(Note 1)         Issue and allotment       ( / / )         Issue and allotment       ( / / )         Begurchase of       Class of shares         Repurchase of       Class of shares         Shares       Class of shares         Cancellation date :       ( / / )         (d/mm/yyyy)       EGM approval date:         (d/mm/yyyy)       EGM approval date:	Type of Issue       (Note 1)

			For Main Board and GEM listed issuers			
	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 ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	<u>N/A</u>	<u>N/A</u>
10	. Other	At price : State	Class of shares issuable ( <i>Note 1</i> ) - Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>Ordinary</u> <u>shares</u> ( / / ) ( / / )	<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)	N/A			
	(2)	N/A			
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A			
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A			
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks (if any):

Submitted by: Tam Wai Tak Victor

 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.