日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

30/9/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	
Date Submitted	

5/10/2020

Differ Group Holding Company Limited

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>6878</u> Description : <u>Ordinary shares</u>						
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>			
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	HK\$0.0025	<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 <i>(State currency)</i>			
Balance at close of preceding month						
Increase/(decrease)						
Balance at close of the month						

2. Preference Shares

Stock code :	N/A	Descrip	tion :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at clos	e of precedi	ng month_		- <u> </u>	
Increase/(decre	ease)	-		-	
Balance at clos	e of the mor	nth _			

3. Other Classes of Shares

Stock code :	N/A	_Descript	tion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	e of precedin	g month _			
Increase/(decrea	ase)	_			
Balance at close	e of the mont	n _			

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

HK\$50,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	7,208,387,880	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month		<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	7,208,387,880	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (un	der Share Opt	ion Schemes o	of the Issuer)			
Particulars of						No. of new shares of
share option					of issuer issued	issuer which may be
scheme					during the month	issued pursuant
including EGM		Movement dur	ing the month	า	pursuant thereto	thereto as at close of
approval date					_	the month
(dd/mm/yyyy) and						
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share	Granieu	Exercised	Cancelled	Lapseu		
Option						
Scheme						
(26/11/2013)						
Exercise price						
HK\$0.734						
$\frac{(/ /)}{Outline out of the second secon$						
Ordinary	Nil	Nil	Nil	Nil	Nil	35,032,000
shares						· · ·
(Note 1)						
2 N/A						
<u>2. N/A</u>						
shares						
(Note 1)						
3. N/A						
<u>5. N/A</u>						
shares						
(Note 1)		Tot	al A (Ordin	any abaraa)	NEI	
		101		nary shares)	Nil	
			•	nce shares)	<u>N/A</u>	
The former of the former	1		•	Other class)	<u>N/A</u>	
Total funds raised of options (State co		nth from exerci	se			
or options (State C	inency <i>j</i>					

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
<u>1. N/A</u>						
Subscription price						
(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)						
EGM approval date						
(if applicable)						
	(/ /)				
<u>4.</u> N/A						
,						
Stock code (if listed) Class of shares						
Outra animti an muia a						
EGM approval date						
(if applicable))				
(dd/mm/yyyy)	(/ /)				
		Total B	. (Ordina	ary shares) N/A		
				ice shares) N/A		-
			•)ther class) N/A		-
			ι -	/		-

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. N/A</u>	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable)	<i>,</i> , , , , ,					
(dd/mm/yyyy))	(/ /)					
<u>2. N/A</u>	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
<u>3. N/A</u>						
Class of shares						
issuable <i>(Note 1)</i> Subscription price						
EGM approval date						
(if applicable)						
	(/ /)					
4. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
			otal C. (Ordina	ary shares) N/A	\	
				ce shares) N/A		-
				ther class) N/A		_
			`	, <u> </u>		-

er which are to be Liste	ed, including
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
	· · ·
N/A	
	No. of new shares of issuer issued 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
Type of Issue					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 currency		/)		
		EGM approval date: (/ (dd/mm/yyyy)	/)		
		(<u>N/A</u>	<u>N/A</u>
		Class of shares issuable (<i>Note 1</i>)			
3. Placing	At price : State	Issue and allotment (/ / date : (dd/mm/yyyy))		
		EGM approval date: (/ , (dd/mm/yyyy))		
		(dd/fill/yyyy)		<u>N/A</u>	<u>N/A</u>
		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

Type of Issue Class of shares	No. of new shares of issuer which may be issued pursuant thereto as at close of the	No. of new shares of issuer issued during the month pursuant thereto						
5. Scrip dividend At price : State currency Issue and allotment date : (///) (///) 5. Scrip dividend At price : State currency Issue and allotment date : (///) (///) EGM approval date: (///) N/A 6. Repurchase of shares Class of shares repurchased (Note 1) N/A 6. Repurchase of shares Class of shares repurchased (Note 1) N/A 7. Redemption of shares Class of shares redeemed (Note 1) N/A 7. Redemption of shares Redemption date : (///) N/A 8. Consideration issue At price : State issue Issue and allotment (///) N/A 8. Consideration At price : State issue Issue and allotment (///) Issue and allotment (///) N/A 8. Consideration issue At price : State (dd/mm/yyyy) Issue and allotment (///) Issue and allotment (///) 8. Consideration issue At price : State (dd/mm/yyyy) Issue and allotment (///) Issue and allotment (///)	month						Type of Issue	\vdash
b. Schptimidend At price currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 6. Repurchase of shares Class of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) N/A 8. Consideration issue At price : State currency 8. Consideration At price : State (/ /) Issue and allotment (/ /) Issue and allotment (/ /) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /)								
(dd/mm/yyyy) N/A 6. Repurchase of shares of shares Class of shares repurchased (Note 1) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (d/mm/yyyy) N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares (/ /) (dd/mm/yyyy) N/A 8. Consideration At price : State currency Issue Class of shares issuable (Note 1) 8. Consideration (At price : State currency Issue and allotment (/ /) Class of shares issuable (Note 1) 8. Consideration (At price : State (Class of shares issuable (Note 1) Issue and allotment (/ /) Clast (/ /) (EGM approval date: (/ /) <td></td> <td></td> <td>)</td> <td>(/ /</td> <td></td> <td>At price : State currency ———</td> <td>Scrip dividend</td> <td>5.</td>)	(/ /		At price : State currency ———	Scrip dividend	5.
6. Repurchase of shares Class of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares issuable (Note 1) 8. Consideration issue At price : State currency 8. Consideration issue At price : State currency Issue and allotment (/) (daproval date: (/ /) (date : (dd/mm/yyyy) (/) (date : (dd/mm/yyyy) (/) (date : (dd/mm/yyyy) (/) (date : (/) (date : (/)) (dd/mm/yyyy) (/) (date : (/)) (dd/mm/yyyy)	N/A	N/A)	(/ /	EGM approval date: (dd/mm/yyyy)			
6. Repurchase of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares (/ /) (dd/mm/yyyy) 8. Consideration At price : State issue Class of shares issuable (Note 1) 8. Consideration At price : State (currency	<u>. 11/74</u>							
shares (dd/mm/yyy) EGM approval date: (/ /) (dd/mm/yyy) N/A Redemption of shares								
Class of shares redeemed (Note 1) 7. Redemption of shares Redemption date : (d/mm/yyyy) EGM approval date: (d/mm/yyyy) N/A Redemption date : (d/mm/yyyy) EGM approval date: (d/mm/yyyy) N/A 8. Consideration issue At price : State (Mote 1) Issue and allotment (///) (d/mm/yyyy) EGM approval date: (d/mm/yyyy))	(/ /			Repurchase of shares	6.
7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 8. Consideration issue At price : State currency Issue and allotment (/ /) (dd/mm/yyyy) 8. Consideration issue At price : State currency Issue and allotment (/ /) (dd/mm/yyyy)	N1/6	N1/A)	(/ /				
7. Redemption of shares Redemption date : (/ /) 7. Redemption of shares EGM approval date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 8. Consideration issue At price : State currency Issue and allotment date : (/ /) 8. Consideration issue At price : State currency Issue and allotment date : (/ /) Base EGM approval date: (/ /) (/ /) (/ /) Base EGM approval date: (/ /) (/ /) (/ /) Base EGM approval date: (/ /) (/ /) (/ /)	<u>N/A</u>	<u>N/A</u>						
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 8. Consideration issue At price : State currency Issue and allotment (/ /) Issue and allotment (/ /) Babeleric (dd/mm/yyyy) EGM approval date:								
8. Consideration issue At price : State currency Class of shares issuable (Note 1) 8. Consideration issue At price : State currency Issue and allotment (/ /) B. Consideration issue EGM approval date: (/ /))	(/ /			Redemption of shares	7.
8. Consideration issue At price : State currency Class of shares issuable (Note 1) 8. Consideration issue At price : State currency Issue and allotment (/ /) Bate : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) (/ /)	N1/A	N1/A)	(/ /				
8. Consideration issue At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>						
issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								
(dd/mm/yyyy))	(//		At price : State currency ———		8.
N/A	N1/A	N1/A)	(/ /	EGM approval date: (dd/mm/yyyy)			
	<u>N/A</u>	N/A						

9. Capital reorganisation Class of shares	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
reorganisation date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A N/A 10. Other Class of shares (Please specify) At price : State Image: State (Please specify) State currency Image: State (Please specify) State (dd/mm/yyyy) Image: State (Please specify) N/A Image: State (Please specify) N/A Image: State (Please specify) N/A </td <td></td> <td></td> <td>-</td> <td></td>			-	
10. Other (Please specify) At price : State currency Class of shares issuable (Note 1) M/A 10. Other (Please specify) At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A Total E. (Ordinary shares) N/A N/A)	
10. Other (Please specify) At price : State currency 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) N/A Total E. (Ordinary shares) N/A (Preference shares) N/A				
10. Other (Please specify) At price : State currency issuable (Note 1) 10. Other (Please specify) At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) N/A N/A Total E. (Ordinary shares) N/A N/A			<u>N/A</u>	<u>N/A</u>
(Please specify) At price : currency Issue and allotment (/ / /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A N/A Total E. (Ordinary shares) N/A (Preference shares) N/A			-	
Image: Construction date: N/A N/A (dd/mm/yyyy) N/A N/A Total E. (Ordinary shares) N/A (Preference shares) N/A	10. Other (Please specify) At price : State currency)	
shares) <u>N/A</u> (Preference shares) <u>N/A</u>			-	<u>N/A</u>
(Preference shares) N/A				
		(Preference shar	es) N/A	-

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 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 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: Tam Wai Tak Victor

Title: <u>Company Secretary</u> (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.