# **日KEX**香港交易所

### 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	G & M Holdings Limited
Date Submitted	03/06/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>6038</u> Descrip	otion : <u>G &amp; M H</u>	LDGS	
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>
Balance at close of preceding month	10,000,000,000	0.01	100,000,000.00
Increase/(decrease)	Nil		Nil
Balance at close of the month	10,000,000,000	0.01	100,000,000.00
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A	<u>\</u>
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month			
Increase/(decrease)			

#### 2. Preference Shares

Stock code : _	N/A	Description :		N/A	<u> </u>
		pre	No. of eference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close o	of precedi	ng month			
Increase/(decreas	e)				
Balance at close o	of the mor	th			

## 3. Other Classes of Shares

Stock code : _	N/A	_Descript	ion :	N/A	<u>\</u>
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	of precedir	ng month		·	
Increase/(decreas	se)	_			
Balance at close o	of the mon	th _		·	

Total authorised share capital at the end of the month (*HK*\$) : 100,000,000.00

II. Movements in Issued Share Capital

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

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	tion Schemes o	of the Issuer)			
Particulars of share option scheme including EGM	ſ	Movement duri	ng the month			No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date <sup>–</sup> (dd/mm/yyyy) and			0		_	the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option Scheme						
Scheme						
(12/05/2017)						
Ordinary	Nil	Nil	Nil	Nil	Nil	5,500,000
shares					INII	5,500,000
(Note 1)						
2.						
shares						
(Note 1)						
<u>3.</u>						
( / / )						
shares						
(Note 1)						
		Tota	IA. (Ordinal			
			(Preferenc	e snares) her class)		
Total funds raised d	uring the mo	nth from exerc		101 01035)	<u> </u>	
of options (State cu				Nil		

Warrants to Issue Shares of the	e Issuer which	are to be Listed	l			
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						
( / / ) Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(	)				
3.	( , ,	/	-			
( / /  ) Stock code (if listed) Class of shares						
issuable (Note 1)						
			-			
EGM approval date (if applicable)						
	( / /	)				
<u>4.</u>						
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable <i>(Note 1)</i> Subscription price						
EGM approval date			-			
(if applicable) (dd/mm/yyyy)	( / /	)	-			
		Total E	a (Ordina	ry shares)	N/A	
				ce shares)	N/A N/A	-
				ther class)		-
			<b>、</b> -	/		-

Convertibles (i.e. Convertible	into Shares of th	e Issuer whic	h 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>1.</u>	_					
	_					
Stock code (if listed) Class of shares 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.						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)						
	, , , , , , , , , , , , , , , , , , , ,		Total C. (Ordina			_
				ce shares)		-
			(U	ther class)	N/A	-

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	er which are to be Liste	ed, including
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		
	1	
shares (Note 1)	-	
2	-	
	-	
	-	
shares (Note 1)		
3.		
	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	_

Otl	<u>ner Movements</u> Type of Issue	in Issued Sha	are 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 currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
2.	Open offer	At price :	State currency ———	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
3.	Placing	At price :	State currency	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
4.	Bonus issue			Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)		)	N/A	N/A

S. Scrip dividend At price:       State currency       Issue and allotment (///)         S. Scrip dividend At price:       State currency       Issue and allotment (///)         Issue and allotment date:       (///) </th <th></th> <th>Type of Issue</th> <th></th> <th></th> <th></th> <th></th> <th>No. of new shares of issuer issued during the month pursuant thereto</th> <th>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</th>		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       Issue and allotment date : (dd/mm/yyyy)       ( / / ) (d/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)       N/A       N/A         6. Repurchase of shares       Class of shares repurchased (Note 1)				Class of shares				
5. Schp dividend       At price :       currency       date : (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)       N/A       N/A         6. Repurchase of shares       Class of shares						`		
Image: Consideration of stares	5.	Scrip dividend	At price :		( / /	)		
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       N/A         7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Class of shares redeemed (Note 1)         8. Consideration At price :       State issue         8. Consideration At price :       State currency         Issue and allotment       ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         8. Consideration At price :       State currency         Issue and allotment       ( / / ) (dd/mm/yyyy)				EGM approval date: (dd/mm/yyyy)	( / /	)	N1/A	N1/A
6. Repurchase of shares       Cancellation date : ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         N/A       N/A         Redemption of shares       ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         N/A       N/A         N/A       N/A         N/A       N/A         State       issue and allotment ( / / ) ( dd/mm/yyyy)         EGM approval date:       ( / / ) ( dd/mm/yyyy)         EGM approval date:       ( / / ) ) ( dd/mm/yyyy)							<u>N/A</u>	<u>N/A</u>
shares       (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)								
Class of shares       N/A       N/A         7. Redemption of shares       Class of shares       Class of shares         7. Redemption of shares       Redemption date : ( / / ) (dd/mm/yyyy)       N/A         8. Consideration issue       At price : State currency       Issue and allotment ( / / ) (dd/mm/yyyy)         8. Consideration issue       State currency       Issue and allotment ( / / ) (dd/mm/yyyy)         B. Consideration issue       Class of shares ( / / ) (dd/mm/yyyy)	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)         8. Consideration issue       At price : State currency         Issue and allotment ( / / ) (dd/mm/yyyy)       Issue and allotment ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (				EGM approval date: (dd/mm/yyyy)	( / /	)	NI/A	N1/A
7. Redemption of shares       Redemption date :       ( / / )         8. Consideration issue       At price :       State currency         8. Consideration (Mather issue)       State currency       Issue and allotment ( / / )         8. Consideration (State)       State ( / / )         9. Class of shares ( / / / )       Issue and allotment ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( / / )         9. Class of ( / / )       State ( /							<u> </u>	<u>N/A</u>
shares       (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)       N/A         N/A       N/A         State       Class of shares         Issue and allotment       ( / / )         date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )         (dd/mm/yyyy)       ( / / )								
Image: Normal process and interpretent and	7.			Redemption date : (dd/mm/yyyy)	( / /	)		
8. Consideration At price : State Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)				EGM approval date: (dd/mm/yyyy)	( / /	)	NI/A	N1/A
<pre>ssuable (Note 1) 8. Consideration At price : State currency Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)</pre>							<u> </u>	<u>N/A</u>
8. Consideration issue At price : State currency EGM approval date: ( / / ) (dd/mm/yyyy)								
EGM approval date: ( / / ) (dd/mm/yyyy)	8.		At price :	Issue and allotment	( / /	)		
<u>N/A</u> <u>N/A</u>				EGM approval date:	( / /	)		
							<u>N/A</u>	N/A

Type of Issue	No. of new No. of new shares of shares of issuer issuer which issued may be during the issued month pursuant pursuant thereto as at thereto close of the month
9. Capital Iss reorganisation dat	uable (Note 1) ue and allotment ( / / ) e : (dd/mm/yyyy) M approval date: ( / / ) /mm/yyyy)
10. Other (Please specify) At price : State currency dat EG	uss of shares uable (Note 1) ue and allotment ( / / ) e : (dd/mm/yyyy) M approval date: ( / / ) /mm/yyyy)N/AN/AN/A
	Total E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	Nil
(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").)	

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#### 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.

Submitted by: <u>Huen Shuk Man</u>
Title: Joint Company Secretary
(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.