日休日父香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

31/05/2017

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Ground International Development Limited |
|----------------|--|
| Date Submitted | 6 June 2017 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|-------------------------------------|------------------------|----------------------------------|--|
| (1) Stock code : <u>989</u> Descrip | otion : Ordinary | / Shares | |
| | No. of ordinary shares | Par value <i>(HKD)</i> | Authorised share capital <i>(HKD)</i> |
| Balance at close of preceding month | 15,600,000,000 | 0.05 | 780,000,000 |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | 15,600,000,000 | 0.05 | 780,000,000 |
| (2) Stock code : <u>N/A</u> Descrip | otion : <u>N/A</u> | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | N/A | N/A | N/A |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | N/A | N/A | N/A |

2. Preference Shares

| Stock code : <u>N</u> | de : <u>N/A</u> Descrip | | | | oting Non-reo ble Preferenc | edeemable ce Shares (unlisted) | | |
|-----------------------|-------------------------|--------|----------------------|--------|--------------------------------|---|--|--|
| | | | No. prefer sha | rence | Par value <i>(HKD)</i> | Authorised share capital <i>(HKD)</i> | | |
| Balance at close o | of preceding | month_ | 4,539,3 | 52,941 | 0.05 | 226,967,647.05 | | |
| Increase/(decreas | se) | - | N/ | Ά | | N/A | | |
| Balance at close c | of the month | ۱ _ | 4,539,3 | 52,941 | 0.05 | 226,967,647.05 | | |

3. Other Classes of Shares

| Stock code : <u>N/A</u> Descrip | tion : <u>N/A</u> | | |
|-------------------------------------|--------------------------------------|----------------------------------|---|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | N/A | N/A | N/A |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | N/A | N/A | N/A |

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

1,006,967,647.05

II. Movements in Issued Share Capital

| | No. of ordin | ary shares | No of preference | No. of other | | |
|--|---------------|------------|------------------|-------------------|--|--|
| | (1) | (2) | shares | classes of shares | | |
| Balance at close of preceding month | 3,591,001,000 | N/A | 3,039,352,941 | N/A | | |
| | 0,001,001,000 | | 0,000,002,011 | | | |
| Increase/ (decrease) during the month | 600,000,000 | N/A | (600,000,000) | N/A | | |
| Balance at close of the month | 4,191,001,000 | N/A | 2,439,352,941 | N/A | | |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of | | | | | | No. of new shares of |
|---------------------------|---------------|---------------------|--------------|------------|--------------------|------------------------|
| share option | | | | | | issuer which may be |
| scheme | | | | | the month pursuant | issued pursuant |
| including EGM | Ν | Movement duri | ng the month | | thereto | thereto as at close of |
| approval date | | | | | _ | the month |
| (dd/mm/yyyy) and | | | | | | |
| class of shares | Onemted | F uencia e d | Concelled | المسمعط | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option Scheme | | | | | | |
| | | | | | | |
| (approved at | | | | | | |
| AGM held on | | | | | | |
| 05/09/2012) | | | | | | |
| Ordinary Shares | | | | | | 79,090,000 |
| (Note 1) | | | | | | 79,090,000 |
| | | | | | | |
| 2. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. N/A | | | | | | |
| 0.10/1 | | | | | | |
| · | | | | | | |
| · | | | | | | |
| | | | | | | |
| <u>(/ /)</u> | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | Iota | IA. (Ordina | | | |
| | | | • | ce shares) | | |
| | | | (Ot | her class) | N/A | |
| Total funds raised o | luring the mo | nth from exerci | se | | | |
| of options (HKD) | - | | N/A | | | |
| | | | | | | |

| Warrants to Issue Shares of the | Issuer which | are to be Listed | | | | |
|---|---------------------------------|--|----------------------------------|--|---|---|
| Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A | 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> | | | | | | |
| | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | | | | | | |
| 2. N/A | , | · | | | | |
| | | | | | | |
| | | | | | | <u> </u> |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A | (/ / |) | | | | |
| | | | | | | |
| Cube evintion price | | | | | | |
| (if applicable) | | | | | | |
| | (/ / |) | | | | |
| | | , | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| | | Total B | (Preferen | ary shares) <u>N/A</u> ce shares) <u>N/A</u> other class) <u>N/A</u> | | - |

| Convertibles (i.e. Convertible | 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 issue pursuant thereto as at close of the month |
|---|--------------------------------------|---|----------------------------------|---|---|---|
| 1. Convertible Bonds | | | | | | |
| (unlisted) | | | | | | |
| | | | | | | |
| | HKD | 40,000,000 | | 40,000,000 | - | 40,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | Ordinary | | | | | |
| Subscription price | 1.00 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | (31/10/2016 | S) | | | | |
| 2. Convertible Bonds | | | | | | |
| (unlisted) | | | | | | |
| | | | | | | |
| | HKD | 287,500,000 | | 287,500,000 | | 338,235,29 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | Ordinary | | | | | |
| Subscription price | 0.85 | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (25/07/2016 | \$) | | | | |
| 3. Limited-voting Non-redeemable Convertible Preference Shares | , , | <u>,</u> | | | | |
| (unlisted) | | | | | | |
| (drilloted) | | | | | | |
| | HKD | 2,583,450,000 | 510 000 000 | 2,073,450,000 | 600 000 000 | 2,439,352,94 |
| Stock code (if listed) | | 2,000,400,000 | 510,000,000 | 2,073,430,000 | 000,000,000 | 2,439,332,95 |
| Class of shares | | | | | | |
| issuable (Note 1) | Ordinary | | | | | |
| Subscription price | 0.85 | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | (05/05/00/ | | | | | |
| (dd/mm/yyyy) | (25/07/2016 | <u>)</u> | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | <u> </u> | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| | | | | | | |
| | (/ / |) | | | | |
| · · · · · · · · · · · · · | , · · | <u> </u> | | ry shares) <u>600,</u> ce shares) (600 | | - |
| | | | | | ,000,000) | - |
| (if applicable) (dd/mm/yyyy) | (/ / | <u>)</u> то | (Preferenc | ry shares) <u>600,</u> ce shares) <u>(600</u> her class) <u>N/A</u> | | - - |

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

| | No. of new shares of issuer issued during the month | No. of new shares of issuer which may be issued pursuant |
|--|---|--|
| | pursuant thereto | thereto as at close of |
| Full particulars including EGM approval date (dd/mm/yyyy), | | the month |
| if applicable, and class of shares issuable: | | |
| 1. N/A | | |
| | 1 | |
| | 1 | |
| | | |
| shares (Note 1) | | |
| | | |
| 2. N/A | | |
| 2 | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 3. N/A | | |
| | - | |
| | 1 | |
| | 1 | |
| shares (Note 1) | - | |
| | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | - |
| (Other class) | N/A | - |
| | | - |
| | 1 | |

| Other Movements in Issued Share Cap | oital |
|-------------------------------------|-------|
|-------------------------------------|-------|

| | er Movements | | | | | | | | 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 (Note 1) | _ | | | | | |
| 1. | Rights issue | At price : | State | Issue and allotment date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | N/A | <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) | (| / | / |) | N/A | N/A |
| | | | | Class of shares issuable (<i>Note 1</i>) | | | | | | |
| 3. | Placing | At price : | State | lssue and allotment date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | N/A | N/A |
| | | | | Class of shares | | | | | | |
| 4. | Bonus issue | | | issuable (<i>Note 1</i>) Issue and allotment | (| / | / |) | | |
| | | | | date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (| 1 | / |) | N/A | N/A |
| | | | | | | | | | | |

| | 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 |
|----|---------------------------|-----------------------|--|---|-----|-----|--|---|
| | | | Class of shares | _ | | | | |
| | | State | issuable (Note 1) | (| / | /) | | |
| 5. | Scrip dividend At price : | currency — | Issue and allotment date : (dd/mm/yyyy) | | | | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / | /) | | |
| | | | | | | | <u> </u> | N/A |
| | | | Class of shares repurchased (Note 1) | | | | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (| 1 | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / | /) | | |
| | | | (ddiffiffingyyy) | | | | <u> </u> | <u>N/A</u> |
| | | | Class of shares redeemed (<i>Note 1</i>) | _ | | | | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (| / / | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / | /) | | |
| | | | | | | | N/A | N/A |
| | _ | | Class of shares issuable (Note 1) | _ | | | | |
| 8. | Consideration At price : | State currency ——— | Issue and allotment date : (dd/mm/yyyy) | (| 1 | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / | /) | | |
| | | | (ddiffiffingyyy) | | | | <u> </u> | <u>N/A</u> |
| | | | Class of shares issuable (<i>Note 1)</i> | | | | | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (| 1 | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / | /) | | |
| | | | (| | | | <u>N/A</u> | N/A |
| | | | | | | | | |

| 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 |
|---------------|------------|-------------------|---|--|---|--|---|
| 10. Other | 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) | |) | | |
| | | | | | | <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) | _600,000,000 | | | | | | |
|--|---------------|--|--|--|--|--|--|
| (2) | N/A | | | | | | |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | (600,000,000) | | | | | | |
| 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").) | | | | | | | |

Submitted by: <u>Ng Man Kit Micky</u>

 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.