

**Monthly Return of Equity Issuer on Movements in Securities**

For the month ended (dd/mm/yyyy) : 31/01/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Qinfra Group Limited

Date Submitted 11 February 2019

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|                                     |                          |  |   |
|-------------------------------------|--------------------------|--|---|
| (1) Stock code : <u>866</u>         | Description : <u>N/A</u> |  |   |
|                                     | No. of ordinary shares   | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | <u>20,000,000,000</u>    | <u>HK\$0.10</u>                        | <u>HK\$2,000,000,000</u>                              |
| Increase/(decrease)                 | <u>Nil</u>               |  | <u>Nil</u>  |
| Balance at close of the month       | <u>20,000,000,000</u>    | <u>HK\$0.10</u>                        | <u>HK\$2,000,000,000</u>                              |
| (2) Stock code : <u>N/A</u>         | Description : _____      |  |   |
|                                     | No. of ordinary shares   | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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> Description : _____ |                             |  |  |
|   | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month             | _____                       | _____                                      | _____  |
| Increase/(decrease)                             | _____                       | _____                                      | _____  |
| Balance at close of the month                   | _____                       | _____                                      | _____  |

## 3. Other Classes of Shares

|   |                                   |  |  |
|---|-----------------------------------|--|--|
| Stock code : <u>  N/A  </u> Description : _____ |                                   |  |  |
|   | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| 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  
currency*) :

HK\$2,000,000,000  
\_\_\_\_\_

## II. Movements in Issued Share Capital

|  | No. of ordinary shares |     | No of preference shares | No. of other classes of shares |
|--|------------------------|-----|-------------------------|--------------------------------|
|  | (1)                    | (2) |                         |                                |
| Balance at close of preceding month    | 2,493,413,985          | N/A | N/A                     | N/A                            |
| Increase / (decrease) during the month | Nil                    | N/A | N/A                     | N/A                            |
| Balance at close of the month          | 2,493,413,985          | 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 class of shares issuable | Movement 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 month |
|--|---------------------------|-----------|----------------------------|------------|--|---|
|  | Granted                   | Exercised | Cancelled                  | Lapsed     |  |   |
| 1. Pre-IPO Share Option Scheme adopted on 12/06/2009<br>Exercise Price: HK\$1.26                         | Nil                       | Nil       | Nil                        | 800,000    | Nil  | 4,800,000   |
| (Note 1)   |                           |           |                            |            |  |   |
| 2. Share Option Scheme adopted on 12/06/2009<br>Exercise Price: HK\$1.50                                 | Nil                       | Nil       | Nil                        | 741,114    | Nil  | 4,076,127   |
| (Note 1)   |                           |           |                            |            |  |   |
| 3. Share Option Scheme adopted on 12/06/2009<br>Exercise Price: HK\$0.485                                | Nil                       | Nil       | Nil                        | 12,500,000 | Nil  | 97,000,000  |
| (Note 1)   |                           |           |                            |            |  |   |
|  |                           |           | Total A. (Ordinary shares) |            | Nil  |   |
|  |                           |           | (Preference shares)        |            | N/A  |   |
|  |                           |           | (Other class)              |            | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            | N/A        |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency<br>of nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value at<br>close of the<br>month | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A  |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |  |

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 |
|--|---|------------------------------------|----------------------------|------------------------------|--|---|
| 1. Perpetual Subordinated                      |   |                                    |                            |                              |  |   |
| <u>Convertible Securities</u>                  |   |                                    |                            |                              |  |   |
|  | HK\$  | HK\$194,700,000                    | Nil                        | HK\$194,700,000              | Nil  | 118,000,000   |
| Stock code (if listed)                         | N/A   |                                    |                            |                              |  |   |
| Class of shares issuable (Note 1)              | Ordinary shares   |                                    |                            |                              |  |   |
| Subscription price                             | Conversion price: HK\$1.65 per conversion share (subject to adjustment) |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | (31/12/2012)  |                                    |                            |                              |  |   |
| 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. (Ordinary shares)   | Nil  |   |
|  |   |                                    |                            | (Preference shares)          | N/A  |   |
|  |   |                                    |                            | (Other class)                | 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), 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. <u>N/A</u><br>_____<br>_____<br>_____<br>( / / )<br>Ordinary shares (Note 1)                         |  |   |
| 2. <u>N/A</u><br>_____<br>_____<br>_____<br>( / / )<br>shares (Note 1)                                  |  |   |
| 3. <u>N/A</u><br>_____<br>_____<br>_____<br>( / / )<br>shares (Note 1)                                  |  |   |
| Total D. (Ordinary shares)  | N/A  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

Other Movements in Issued Share Capital

| 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 |
|---------------|--------------|---------------------------------|---|--|---|
| 1.            | Rights issue | At price : State currency _____ | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |
| 4.            | Bonus issue  |                                 | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |

| 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 _____ | Class of shares issuable (Note 1) <u>N/A</u><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased (Note 1) <u>N/A</u><br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | _____   | _____ |
| 7.            | Redemption of shares |                                 | Class of shares redeemed (Note 1) <u>N/A</u><br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | _____   | _____ |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable (Note 1) <u>N/A</u><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |



| 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 <u>N/A</u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |

|                            |   |         |         |
|----------------------------|---|---------|---------|
| 10. Other (Please specify) | At price : State currency<br>Class of shares issuable <u>N/A</u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / ) | ( / / ) |
|----------------------------|---|---------|---------|

