

## Monthly Return of Equity Issuer on Movements in Securities

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

31/03/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Graphene Group Limited

Date Submitted 05/04/2017

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

|                                                       |                        |                               |                                              |
|-------------------------------------------------------|------------------------|-------------------------------|----------------------------------------------|
| (1) Stock code : <u>0063</u> Description : <u>N/A</u> |                        |                               |                                              |
|                                                       | No. of ordinary shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
| Balance at close of preceding month                   | <u>20,000,000,000</u>  | <u>HK\$0.05</u>               | <u>HK\$1,000,000,000.00</u>                  |
| Increase/(decrease)                                   | <u>Nil</u>             | <u>Nil</u>                    | <u>Nil</u>                                   |
| Balance at close of the month                         | <u>20,000,000,000</u>  | <u>HK\$0.05</u>               | <u>HK\$1,000,000,000.00</u>                  |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>  |                        |                               |                                              |
|                                                       | No. of ordinary shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
| Balance at close of preceding month                   | <u></u>                | <u></u>                       | <u></u>                                      |
| Increase/(decrease)                                   | <u></u>                | <u></u>                       | <u></u>                                      |
| Balance at close of the month                         | <u></u>                | <u></u>                       | <u></u>                                      |

## 2. Preference Shares

|                                     |                                |                                            |                                                          |
|-------------------------------------|--------------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code : <u>N/A</u>             |                                | Description : <u>N/A</u>                   |                                                          |
|                                     | No. of<br>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 : <u>N/A</u>                   |                                                          |
|                                     | No. of other<br>classes of<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       | _____                                | _____                                      | _____                                                    |

Total authorised share capital at the end of the month (*State currency*) : HK\$1,000,000,000.00

## II. Movements in Issued Share Capital

|                                          | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other<br>classes of shares |
|------------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of<br>preceding month   | <b>2,819,102,084</b>          | N/A | N/A                        | N/A                               |
| Increase/ (decrease)<br>during the month | <b>Nil</b>                    | N/A | N/A                        | N/A                               |
| Balance at close of<br>the month         | <b>2,819,102,084</b>          | 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<br>share option<br>scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |           |           |        | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|-------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|--------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
|                                                                                                                               | Granted                   | Exercised | Cancelled | Lapsed |                                                                               |                                                                                                       |
| 1.Share Option<br>Scheme<br>(Adoption date:<br>25/06/2013)<br>Ordinary shares<br>(Note 1)                                     | Nil                       | Nil       | Nil       | Nil    | Nil                                                                           | Nil                                                                                                   |
| 2. N/A<br><br><br>( / / )<br>shares<br>(Note 1)                                                                               |                           |           |           |        |                                                                               |                                                                                                       |
| 3. N/A<br><br><br>( / / )<br>shares<br>(Note 1)                                                                               |                           |           |           |        |                                                                               |                                                                                                       |
| Total A. (Ordinary shares)                                                                                                    |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Preference shares)                                                                                                           |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Other class)                                                                                                                 |                           |           |           |        | N/A                                                                           |                                                                                                       |
| Total funds raised during the month from exercise<br>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<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>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 ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 2. N/A                                                                                                                                                                                                       |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 3. N/A                                                                                                                                                                                                       |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 4. N/A                                                                                                                                                                                                       |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| Total B.    (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____                                                                                                                      |                                 |                                                    |                                  |                                           | N/A<br>N/A<br>N/A                                                                         |                                                                                                                   |

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. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 2. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| 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) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 4. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | N/A                                                                  |                                                                                           |
| (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. N/A                                                                                                  |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| ( / / )                                                                                                 |                                                                      |                                                                                           |
| shares (Note 1)                                                                                         |                                                                      |                                                                                           |
| 2. N/A                                                                                                  |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| ( / / )                                                                                                 |                                                                      |                                                                                           |
| shares (Note 1)                                                                                         |                                                                      |                                                                                           |
| 3. N/A                                                                                                  |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| ( / / )                                                                                                 |                                                                      |                                                                                           |
| shares (Note 1)                                                                                         |                                                                      |                                                                                           |
| Total D. (Ordinary shares)                                                                              | N/A                                                                  |                                                                                           |
| (Preference shares)                                                                                     | N/A                                                                  |                                                                                           |
| (Other class)                                                                                           | N/A                                                                  |                                                                                           |

## Other Movements in Issued Share Capital

|                 |            |                         |                                                                                                                                                                 | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-----------------|------------|-------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue   |            |                         |                                                                                                                                                                 |                                                                                           |                                                                                                                   |
| 1. Rights issue | At price : | State<br>currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A                                                                                       | N/A                                                                                                               |
| 2. Open offer   | At price : | State<br>currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A                                                                                       | N/A                                                                                                               |
| 3. Placing      | At price : | State<br>currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A                                                                                       | N/A                                                                                                               |
| 4. Bonus issue  |            |                         | Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | 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 |
|---------------|----------------------|---------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |
| 6.            | Repurchase of shares |                                 | Class of shares _____<br>repurchased ( <i>Note 1</i> )<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |
| 7.            | Redemption of shares |                                 | Class of shares _____<br>redeemed ( <i>Note 1</i> )<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |

|                            |                                         |                      |                                         | 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 |
|----------------------------|-----------------------------------------|----------------------|-----------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| Type of Issue              |                                         |                      |                                         |                                                                      |                                                                                           |
| 9. Capital reorganisation  | Class of shares _____ issuable (Note 1) |                      |                                         |                                                                      |                                                                                           |
|                            | Issue and allotment date : (dd/mm/yyyy) |                      |                                         |                                                                      |                                                                                           |
|                            | EGM approval date: (dd/mm/yyyy)         |                      |                                         |                                                                      |                                                                                           |
|                            |                                         |                      |                                         | N/A                                                                  | N/A                                                                                       |
| 10. Other (Please specify) | At price : _____                        | State currency _____ | Class of shares _____ issuable (Note 1) |                                                                      |                                                                                           |
|                            |                                         |                      | Issue and allotment date : (dd/mm/yyyy) |                                                                      |                                                                                           |
|                            |                                         |                      | EGM approval date: (dd/mm/yyyy)         |                                                                      |                                                                                           |
|                            |                                         |                      |                                         | N/A                                                                  | N/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) | 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").) |     |     |

N/A

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet*