



香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Wisdom Holdings Group

Date Submitted 02/04/2015

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 01661 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>(USD) | Authorised share<br>capital<br>(USD) |
|-------------------------------------|---------------------------|--------------------|--------------------------------------|
| Balance at close of preceding month | <u>4,000,000,000</u>      | <u>0.00025</u>     | <u>1,000,000</u>                     |
| Increase/(decrease)                 | <u>0</u>                  |                    | <u>0</u>                             |
| Balance at close of the month       | <u>4,000,000,000</u>      | <u>0.00025</u>     | <u>1,000,000</u>                     |

(2) Stock code : N/A Description : N/A

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|---|
| Balance at close of preceding month | <u>N/A</u>                | <u>N/A</u>                       | <u>N/A</u>                                      |
| Increase/(decrease)                 | <u>N/A</u>                |                                  | <u>N/A</u>                                      |
| Balance at close of the month       | <u>N/A</u>                | <u>N/A</u>                       | <u>N/A</u>                                      |

## 2. Preference Shares

|                                     |                             |  |  |
|-------------------------------------|-----------------------------|--|--|
| Stock code :                        | <u>N/A</u>                  | Description :                              | <u>N/A</u>   |
|                                     | 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 | <u>N/A</u>                  | <u>N/A</u>                                 | <u>N/A</u>   |
| Increase/(decrease)                 | <u>N/A</u>                  |  | <u>N/A</u>   |
| Balance at close of the month       | <u>N/A</u>                  | <u>N/A</u>                                 | <u>N/A</u>   |

## 3. Other Classes of Shares

|                                     |                                   |  |  |
|-------------------------------------|-----------------------------------|--|--|
| Stock code :                        | <u>N/A</u>                        | Description :                              | <u>N/A</u>   |
|                                     | 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 | <u>N/A</u>                        | <u>N/A</u>                                 | <u>N/A</u>   |
| Increase/(decrease)                 | <u>N/A</u>                        |  | <u>N/A</u>   |
| Balance at close of the month       | <u>N/A</u>                        | <u>N/A</u>                                 | <u>N/A</u>   |

Total authorised share capital at the end of the month (*USD*) : 1,000,000

## 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   | <u>1,609,045,000</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>0</u>               | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>1,609,045,000</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |

## 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. Share Option Scheme   | Nil                       | Nil       | Nil       | Nil    | Nil  | Nil   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
| ( 14 / 6 / 2013 )  |                           |           |           |        |  |   |
| Ordinary shares  |                           |           |           |        |  |   |
| (Note 1)   |                           |           |           |        |  |   |
| 2. N/A   | N/A                       | N/A       | N/A       | N/A    | N/A  | N/A   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
| ( / / )  |                           |           |           |        |  |   |
| shares   |                           |           |           |        |  |   |
| (Note 1)   |                           |           |           |        |  |   |
| 3. N/A   | N/A                       | N/A       | N/A       | N/A    | N/A  | N/A   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
| ( / / )  |                           |           |           |        |  |   |
| shares   |                           |           |           |        |  |   |
| (Note 1)   |                           |           |           |        |  |   |
| Total A. (Ordinary shares)   |                           |           |           |        | <u>Nil</u>   |   |
| (Preference shares)  |                           |           |           |        | <u>N/A</u>   |   |
| (Other class)  |                           |           |           |        | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |           |        |  | <u>N/A</u>  |

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

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

|                               |                                    |   | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of<br>the month |
|-------------------------------|------------------------------------|---|---|---|
| Type of Issue                 |                                    |   |   |   |
| 9. Capital<br>reorganisation  |                                    | 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   |
| 10. Other<br>(Please specify) | 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   |
| 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) | 0   |
|   | (2) | 0   |
| 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remarks (if any):

Note: 1,210,000 share options have been granted on 23 May 2014 pursuant to the share option scheme

adopted on 14 June 2013 by the issuer. Please refer to the announcement of the issuer on 23 May 2014 for detail.

Submitted by: Sheng Jie

Title: Director  
(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.*