



Monthly Return of Equity Issuer on Movements in Securities

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Kingston Financial Group Limited

Date Submitted 8 April 2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|--|------------------------|-------------------------------|--|
| (1) Stock code : <u>1031</u> Description : <u>Kingston Financial</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>24,750,000,000</u> | <u>HK\$0.02</u> | <u>HK\$495,000,000.00</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>24,750,000,000</u> | <u>HK\$0.02</u> | <u>HK\$495,000,000.00</u> |
| (2) Stock code : <u>N / A</u> Description : <u>N / A</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u> | <u></u> | <u></u> |
| Increase/(decrease) | <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 preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>5,250,000,000</u> | <u>HK\$0.02</u> | <u>HK\$105,000,000.00</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>5,250,000,000</u> | <u>HK\$0.02</u> | <u>HK\$105,000,000.00</u> |

3. Other Classes of Shares

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

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

HK\$600,000,000.00

| | No. of ordinary shares (1) | (2) | No of preference shares | No. of other classes of shares |
|--|-------------------------------|-------|----------------------------|--------------------------------|
| Balance at close of preceding month | 12,114,480,666 | N / A | N / A | N / A |
| Increase/ (decrease) during the month | NIL | N / A | N / A | N / A |
| Balance at close of the month | 12,114,480,666 | 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 | | |
| <u>1. Share Option Scheme</u> | | | | | | |
| <u>Exercise price:</u> | | | | | | |
| <u>HK\$</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| Ordinary shares | N/A | N/A | N/A | N/A | N / A | N / A |
| (Note 1) | | | | | | |
| <u>2. Share Option Scheme</u> | | | | | | |
| <u>Exercise price:</u> | | | | | | |
| <u>HK\$</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| Ordinary shares | | | | | N / A | |
| (Note 1) | | | | | | |
| <u>3. Share Option Scheme</u> | | | | | | |
| <u>Exercise price:</u> | | | | | | |
| <u>HK\$</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| Ordinary shares | | | | | N / A | |
| (Note 1) | | | | | | |
| Total A. (Ordinary shares) | | | | | N / A | |
| (Preference shares) | | | | | N / A | |
| (Other class) | | | | | N / A | |
| Total funds raised during the month from exercise of options (State currency) | | | | | NIL | |

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

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------------|---|----------------------------------|--|--|--|
| 1. 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 B. | | | | (Ordinary shares) | N / A | |
| | | | | (Preference shares) | N / A | |
| | | | | (Other class) | 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. Convertible Preference Shares | | | | | | |
| | HK\$ | N/A | N/A | 4,200,000,000 | 0 | 5,250,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary | | | | | |
| Subscription price | HK\$0.80 | | | | | |
| SGM approval date (if applicable) (dd/mm/yyyy) | (22/03/2011) | | | | | |
| 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 (<i>Note 1</i>) | | |
| 2. N / A (/ /) shares (<i>Note 1</i>) | | |
| 3. N / A (/ /) shares (<i>Note 1</i>) | | |
| 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 (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) (/ /) | N / A | N / A |
| 2. Open offer | At price : State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) (/ /) | N / A | N / A |
| 3. Placing | At price : State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) (/ /) | N / A | N / A |
| 4. Bonus issue | | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) (/ /) | N / A | N / A |

For Main Board and GEM listed issuers

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

For Main Board and GEM listed issuers

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

Remarks (if any):

Submitted by: **Mr Chan Chun Lam**

Title: **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.*