



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

For the month ended (dd/mm/yyyy) : 31/07/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Wuling Motors Holdings Limited

Date Submitted 03/08/2017

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|  |                        |                            |   |
|--|------------------------|----------------------------|---|
| (1) Stock code : <u>305</u> Description : <u>Ordinary Shares</u> |                        |                            |   |
|  | No. of ordinary shares | Par value (HK\$)           | Authorised share capital (HK\$)           |
| Balance at close of preceding month                              | <u>25,000,000,000</u>  | <u>0.004</u>               | <u>100,000,000.00</u>                     |
| Increase/(decrease)  | <u>Nil</u>             |                            | <u>Nil</u>                                |
| Balance at close of the month                                    | <u>25,000,000,000</u>  | <u>0.004</u>               | <u>100,000,000.00</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>    Convertible Preference Shares (Unlisted)    </u> |
|                                     |                              | No. of preference shares | Par value (HK\$)  |
|                                     |                              |                          | Authorised share capital (HK\$)                         |
| Balance at close of preceding month | <u>    1,521,400,000    </u> | <u>    0.001    </u>     | <u>    1,521,400.00    </u>                             |
| Increase/(decrease)                 | <u>    Nil    </u>           |                          | <u>    Nil    </u>                                      |
| Balance at close of the month       | <u>    1,521,400,000    </u> | <u>    0.001    </u>     | <u>    1,521,400.00    </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 (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>               |

Total authorised share capital at the end of the month ( HK\$) :     101,521,400.00

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |            | No of preference | No. of other classes |
|---------------------------------------|------------------------|------------|------------------|----------------------|
|                                       | (1)                    | (2)        | shares           | of shares            |
| Balance at close of preceding month   | <u>1,835,821,841</u>   | <u>N/A</u> | <u>N/A</u>       | <u>N/A</u>           |
| Increase/ (decrease) during the month | <u>N/A</u>             | <u>N/A</u> | <u>N/A</u>       | <u>N/A</u>           |
| Balance at close of the month         | <u>1,835,821,841</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 SGM 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. <u>N/A</u><br><u>_____</u><br><u>_____</u><br><u>_____</u><br><u>( / / )</u><br><u>_____</u><br>shares |                           |           |           |                     |  |   |
| (Note 1)  |                           |           |           |                     |  |   |
| 2. <u>_____</u><br><u>_____</u><br><u>_____</u><br><u>( / / )</u><br><u>_____</u><br>shares               |                           |           |           |                     |  |   |
| (Note 1)  |                           |           |           |                     |  |   |
| 3. <u>_____</u><br><u>_____</u><br><u>_____</u><br><u>( / / )</u><br><u>_____</u><br>shares               |                           |           |           |                     |  |   |
| (Note 1)  |                           |           |           |                     |  |   |
|   |                           |           | Total A.  | (Ordinary shares)   | <u>N/A</u>   |   |
|   |                           |           |           | (Preference shares) | <u>N/A</u>   |   |
|   |                           |           |           | (Other class)       | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (HK\$)                                       |                           |           |           |                     | <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<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| 2.<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| 3.<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| 4.<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| Total B. (Ordinary shares) _____ N/A<br>(Preference shares) _____ N/A<br>(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 Notes A                         |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  | HK\$                           | N/A                                | N/A                        | 400,000,000.00               | N/A  | 571,428,571   |
| Stock code (if listed)                         | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     | Ordinary                       |                                    |                            |                              |  |   |
| Subscription price                             | HK\$0.70                       |                                    |                            |                              |  |   |
| SGM approval date (if applicable) (dd/mm/yyyy) | (16/12/2016)                   |                                    |                            |                              |  |   |
| 2.   |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 3.   |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 4.   |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              |  |   |
| 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 AGM 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><hr/> <hr/> <hr/> <hr/> <hr/> <div style="text-align: right;">( / / )<br/>shares (Note 1)</div> | N/A  | N/A   |
| 2.<br><hr/> <hr/> <hr/> <hr/> <div style="text-align: right;">( / / )<br/>shares (Note 1)</div>           | N/A  | N/A   |
| 3.<br><hr/> <hr/> <hr/> <div style="text-align: right;">( / / )<br/>shares (Note 1)</div>                 |  |   |
| 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: ( / / ) _____<br>(dd/mm/yyyy) | N/A  | N/A   |
| 2.            | Open offer   | At price : HK\$ _____           | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: ( / / ) _____<br>(dd/mm/yyyy) | N/A  | N/A   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: ( / / ) _____<br>(dd/mm/yyyy) | N/A  | N/A   |
| 4.            | Bonus issue  |                                 | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<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 issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A   | N/A |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased _____<br><i>(Note 1)</i><br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | N/A   | N/A |
| 7.            | Redemption of shares |                                 | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | N/A   | N/A |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (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 |
|----------------------------|---|--|---|
| 9. Capital reorganisation  | Class of shares issuable _____<br>(Note 1)                                      |  |   |
|                            | Issue and allotment date : (dd/mm/yyyy) ( / / )                                 |  |   |
|                            | EGM approval date: (dd/mm/yyyy) ( / / )   |  |   |
|                            |   | N/A  | N/A   |
| 10. Other (Please specify) | Class of shares issuable _____<br>(Note 1)                                      |  |   |
|                            | At price : State currency _____ 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remark (if any):

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Submitted by: Lai Shi Hong, Edward

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.*