

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/03/2016</u>

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | E Lighting Group Holdings Limited |
|----------------|-----------------------------------|
| Date Submitted | 01/04/2016 |

I. Movements in Authorised Share Capital

| 1. | Ordinary | Shares |
|----|----------|--------|
| | | |

| (1) Stock code : <u>8222</u> Descrip | ption : | Ordinary | Shares |
|--|------------------------|----------------------------------|---|
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 1,000,000,000 | HK\$0.01 | HK\$10,000,000 |
| Increase/(decrease) | Nil | | Nil |
| Balance at close of the month | 1,000,000,000 | HK\$0.01 | HK\$10,000,000 |
| (2) Stock code : <u>N/A</u> Descrip | otion :N/A | | A |
| | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | (State | capital |
| Balance at close of preceding month Increase/(decrease) | | (State | capital |

2. Preference Shares

| Stock code : | N/A | Description : | N/A |
|-----------------------|-----------|----------------------|---------|
| | | No. of pref share | capital |
| Balance at close of j | preceding | month | |
| Increase/(decrease) | | | |
| Balance at close of t | the month | | |

3. Other Classes of Shares

| N/A | Description : | N/A | 1 |
|-----------|--------------------------------|-----------------------------------|--|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| preceding | month | | |
| | | _ | |
| he month | | | |
| | preceding | No. of other classes of shares | Par value No. of other (<i>State</i> classes of shares <i>currency</i>) preceding month |

Total authorised share capital at the end of the month (*HK*\$) : HK\$10,000,000

II. Movements in Issued Share Capital

| | No. of ordina | ary shares | No of preference | No. of other classes of |
|---------------------------------------|---------------|------------|------------------|-------------------------|
| - | (1) | (2) | shares | shares |
| Balance at close of preceding month | 415,310,714 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | 4,285,714 | N/A | N/A | N/A |
| Balance at close of the month | 419,596,428 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| | Movement durir | g 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 |
|---------------|------------------|-------------------|-------------|---|---|
| Grantad | Evereised | Cancelled | Lancad | | |
| Granteu | Exercised | Cancenteu | Lapseu | | |
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| | | | · · | | |
| | To | al A (Ordin | arv shares) | N/A | |
| | 10 | | • | | |
| | | | | | |
| ng the month | from exercise of | | | | |
| ing the month | | | N/A | | |
| | Granted | Granted Exercised | | Granted Exercised Cancelled Lapsed | issuer issued during the month Movement during the month thereto Granted Exercised Cancelled Lapsed |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal nominal closs value precedin | e of during t | he at close of the | 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 |
|--|--|---------------|----------------------------------|--|--|
| <u>1. N/A</u> | | | | | |
| | - | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| <u>2. N/A</u> | · · · · · · · · · · · · · · · · · · · | | | | |
| (/ /) Stock code (if listed) Class of shares | · · | | | | |
| issuable (Note 1) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| <u>3. N/A</u> | | | | | |
| (/ /) Stock code (if listed) | · | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| <u>4. N/A</u> | | | | | |
| (/ /) | · | | | | |
| (/ /) Stock code (if listed) Class of shares | | | | | |
| issuable (Note 1) | | | | | |
| Subscription price | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| | | | rdinary shares) | N/A | _ |
| | | (Pre | ference shares) (Other class) | N/A N/A | |
| | | | | IN/A | |

For Main Board and GEM listed issuers

| Convertibles (i.e. Convertible in | to Shares of the Is | suer 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 | which may be |
| 1. Convertible Bonds in the | _ | | | | | |
| principal amount of | _ | | | | | |
| HK\$12,620,245 due 2019 | _ | | | | | |
| issued on 26 February 2016 | – HK\$ | 12,620,245 | 3,000,000 | 9,620,245 | 4,285,714 | |
| Stock code (if listed) | $-\frac{11K}{N/A}$ | 12,020,245 | 5,000,000 | 9,020,243 | 4,203,714 | |
| Class of shares | | | | | | |
| issuable (<i>Note 1</i>) | Ordinary share HK\$0.70 | | | | | |
| Subscription price EGM approval date (if applicable) | HK\$0.70 | | | | | |
| (dd/mm/yyyy)) 2. N/A | (/ /) | | | | | |
| 2. IV/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 (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | dinary shares) | | |
| | | | (Pref | erence shares) (Other class) | | _ |
| | | | | (Outer class) | 11/7 | _ |

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|--|
| 1. <u>N/A</u> | 4 | |
| | - | |
| | - | |
| Ordinary shares (Note 1) | | |
| | | |
| 2. <u>N/A</u> | - | |
| | | |
| (/ /) | - | |
| shares (Note 1) | | |
| 3. <u>N/A</u> | 4 | |
| | | |
| | - | |
| shares (Note 1) | | |
| | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A 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)

| 2. Open offer At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Class of shares issuable (Note 1) N/A N 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment date : (dd/mm/yyyy) (/ /) N/A N 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) N/A N 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment date : (dd/mm/yyyy) (/ /) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment date : (dd/mm/yyyy) (/ /) | Otl | her Movements in Type of Issue | Issued Share Capital | | | | 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 |
|---|-----|-----------------------------------|----------------------|--|-------|---|---|---|
| (dd/mm/yyyy) (///) N/A N $(dd/mm/yyyy) (///) N/A N$ $(dd/mm/yyyy) (///) $ $(dd/mm/yyyy) (///) $ $EGM approval date: (dd/mm/yyyy) (///) $ $(dd/mm/yyyy) (///) $ $N/A N$ $(dd/mm/yyyy) (///) $ $N/A N$ $(dd/mm/yyyy) (///) $ $(dd/mm/yyyy) (///)$ | 1. | Rights issue | At price : State | (<i>Note 1</i>) Issue and allotment | (/ / |) | | |
| 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) $(/ / /)$ EGM approval date: (dd/mm/yyyy) $(/ / /)$ N/A N 3. Placing At price : State currency Class of shares issuable (Note 1) | | | | | (/ / |) | N/A | <u>N/A</u> |
| $ \begin{array}{cccccccccccccccccccccccccccccccccccc$ | 2. | Open offer | At price : State | (<i>Note 1</i>) Issue and allotment | |) | | |
| 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) N/A N/A 4. Bonus issue Class of shares issuable (More 1) Issue and allotment date : (dd/mm/yyyy) (/ /) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment date : (dd/mm/yyyy) | | | currency | EGM approval date: | | | N/A | <u>N/A</u> |
| EGM approval date: (///) K/A N/ K/A N/ K/A N/ Class of shares issuable (///) K/A N/ K/A N/ | | | | | | | | |
| (dd/mm/yyyy) (/ /) N/A N/ N/A N/ Class of shares issuable (Note 1) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | 3. | Placing | At price : State | date : (dd/mm/yyyy) | (/ / |) | | |
| 4. Bonus issue (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | | | | (/ / |) | N/A | N/A |
| date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | | | | | | | |
| (dd/mm/yyyy) (/ /) | 4. | Bonus issue | | | (/ / |) | | |
| | | | | | (/ / |) | N/A | N/A |

| | Type of Issue | <u>F</u> | ⊺or Main | Boa | rd and GEM liste No. of new shares of issuer issued during the month pursuant thereto | d issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----|---|---|---------------------|-----|---|--|
| | | Class of shares issuable (Note 1) | | | | |
| 5. | Scrip dividend At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | Class of shares repurchased (<i>Note 1</i>) | | | | |
| 6. | Repurchase of shares | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | Class of shares redeemed (<i>Note 1</i>) | | | | |
| 7. | Redemption of shares | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | Class of shares issuable (Note 1) | | | | |
| 8. | Consideration issue At price : State | 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 | |
| 9. | Capital reorganisation | | Class of shares issuab (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | ole | | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | N/A | N/A | |
| 10. | Other (Please specify) | At price : State | Class of shares issuat (<i>Note 1</i>) — Issue and allotment date : (dd/mm/yyyy) EGM approval date: | (//) | | | |
| | | | (dd/mm/yyyy) Total E. | (/ /) (Ordinary share (Preference share (Other class | es) N/A | <u>N/A</u> | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 4,285,714 | | | | |
|--|-----|-----------|--|--|--|--|
| | (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):

1. Reference is made to the announcements (the "Announcements") dated 13 May 2015, 21 May 2015, 4 June 2015 and 26 February 2016 of the Company in relation to the Acquisition involving the proposed issue of Convertible Bonds under General Mandate. Pursuant to the SPA, the Company has issued convertible bonds to the Vendor in an aggregate principal amount of HK\$12,620,245 upon determination of 2015 Results of the Target Group on 26 February 2016. Convertible Bonds in the principal amount of HK\$3,000,000 have been converted into ordinary shares.

Submitted by: Lam Chi Yan

 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.