

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/08/2017
To : Hong Kong Exchanges	and Clearing Limited
Name of Issuer	Minsheng Education Group Company Limited (the "Company")
Date Submitted	6 September 2017
I. Movements in Authorised	Share Capital
1. Ordinary Shares	
(1) Stock code : <u>1569</u>	Description : Ordinary Shares
	Authorized chare

(1) Stock code : 1569 Descrip	otion : Ordinary	Shares	
	No. of ordinary shares	Par value (USD)	Authorised share capital (USD)
Balance at close of preceding month	10,000,000,000	0.00001	100,000
Increase/(decrease)	Nil		Nil
Balance at close of the month  (2) Stock code: N/A Descrip	10,000,000,000 otion: N/A	0.00001	100,000
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			

Stock code : N/A	Descrip	tion : <u>N/A</u>		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding month_			
Increase/(decrease)	-		-	
Balance at close of th	e month			
3. Other Classes of S	hares			
Stock code : N/A	Descrip	tion: N/A		
		No. of other classes of	(State	capital
		shares	currency)	(State currency)
Balance at close of pi	receding month_	shares	currency)	(State currency)
·	receding month _ -	shares	currency)	(State currency)
Balance at close of polincrease/(decrease) Balance at close of the	-	shares	currency)	(State currency)

## II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	4,017,720,000	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	4,017,720,000	N/A	N/A	N/A

## III. Details of Movements in Issued Share Capital

Share Options (under Sh	are Option Sche	emes of the	Issuer)			
Particulars of	•		•		No. of new	No. of new shares of
share option						issuer which may be
scheme					issued during the	
including EGM	Movem	ent during tl	he month			thereto as at close of
approval date					thereto	the month
(dd/mm/yyyy) and						
class of shares	Crantad	Cyaraiaad	Canaallad	Langed		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option						
scheme						
adopted on						
2 March 2017						
Exercise price:						
HK\$1.39 per share						
Ordinary shares	35,000,000	Nil_	Nil	Nil_	Nil Nil	Nil
(Note 1)						
2. N/A						
( / / )						
shares						
(Note 1)		-				
,						
3. N/A						
shares						
(Note 1)					·	
(14016-1)		To	tal A. (Ord	inary char	es) N/A	
		10				
			•	ence share		
		_		(Other cla	ss) <u>N/A</u>	
Total funds raised during						
of options (State currence	у)	<u>r</u>	<u>Vil</u>			

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 (Note 1)						
Subscription price			:			
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
2. N/A	<u> </u>					
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /	)				
3. N/A						
						<del> </del>
Stock code (if listed)						
Class of shares			:			
icayabla (Nota 1)						
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)	( / /	)				
		Total B	(Ordina	ary charac) NI/A		
		10181 5		ary shares) <u>N/A</u> ice shares) <u>N/A</u>		-
				other class) N/A		=

Convertibles (i.e. Convertible	Currency of amount	he Issuer whi  Amount at close of preceding	t Converted	Amount 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
Class and description	outstanding	month	month	month		
1. N/A						
	_					
	_					
	<del>_</del>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date		<del></del>				
(if applicable)						
(dd/mm/yyyy))	( / / )					
2. N/A						
	<u></u>					
			<u> </u>			
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
3. N/A	_					
	_					
	<u>—</u> .					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
	( / / )					
4. N/A	<del>_</del>					
	<u> </u>					
	_					
Stock code (if listed)	_		<del></del>			
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	(					
(dd/mm/yyyy)	( / / )		Total C. (Ordina	ary shares) N/A		
				ce shares) N/A		_
				ther 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)

options (other than ander onare option concines)		
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		
	1	
	4	
shares (Note 1)		
2. N/A		
2. <u>IV/A</u>	-	
shares (Note 1)	1	
Sildles (Note 1)		
3. N/A		
	1	
	1	
	4	
shares (Note 1)		
		·
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	-
		-
(Other class)	N/A	_

Ot	ner Movements	in Issued Sha	are 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
	Type of 133de								
				Class of shares issuable (Note 1)	_				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	/	′ )		
				EGM approval date:	(	/	′ )		
				(dd/mm/yyyy)				N/A	N/A
				Class of shares	_				
				issuable (Note 1)	,	,	, ,		
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	/ /	/ )		
				EGM approval date: (dd/mm/yyyy)	(	/	′ )		
				(***				N/A	N/A
				Class of shares issuable (Note 1)					
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	/ .	′ )		
				EGM approval date:	(	/	′ )		
				(dd/mm/yyyy)				N/A	N/A
				Class of shares					
				issuable (Note 1)					
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)		/ /			
				EGM approval date: (dd/mm/yyyy)	(	/	′ )		
				(30/11111/9999)				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
				Class of shares				
5.	Scrip dividend	At price :	State	issuable (Note 1) Issue and allotment	( / /	)		
J.	Scrip dividend	At price.	currency——	date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( , ,	,	N/A	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				(dd/iiii/yyyy)			N/A	N/A
				Class of shares redeemed (Note 1)				
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 currency ———	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	<b>A</b> 1 / A	<b>N1/A</b>
							<u>N/A</u>	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
	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,						
		Class of shares issuable (Note 1)					
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( /	′ /	)		
		EGM approval date:	( /	/	)		
		(dd/mm/yyyy)				N/A	N/A
		Class of shares issuable (Note 1)					
10.	Other (Please specify) At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( /	′ /	)		
		EGM approval date: (dd/mm/yyyy)	( /	′ /	)	N/A	N/A
		Total	E.		dinar nares	y s) N/A	
		(Pref				N/A N/A	- - -
To	otal increase / (decrease) in ordinary shares duri	ng the month (i.e. Total	of A	to E)		1 11/71	
					(2	<sup>2)</sup> N/A	
	otal increase / (decrease) in preference shares d					N/A	
E)	otal increase / (decrease) in other classes of sha or:	ires during the month (i.e	e. 10	nai O	i A 10	N/A	
(7	hese figures should be the same as the relevan apital").)	t figures under II above	("Mo	ovem	ents		re

Remarks (if any):
Submitted by: LI Xuechun
Title: Executive 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.