HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : __31/03/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Accel Group Holdings Limited
Date Submitted	01/04/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1283</u> Descrip	otion :	Ordinary	Shares
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>
Balance at close of preceding month	10,000,000,000	0.01	100,000,000.00
Increase/(decrease)	NIL		NIL
Balance at close of the month	10,000,000,000	0.01	100,000,000.00
	ption : N		
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A	<u> </u>
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	N/A Par value (State currency)	
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value (State currency)	Authorised share capital
	No. of ordinary shares	Par value (State currency)	Authorised share capital

2. Preference Shares

Stock code :	N/A Description :		ion :	N/A		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close o	of precedir	ng month				
Increase/(decreas	e)					
Balance at close o	of the mon	th _				

3. Other Classes of Shares

Stock code :	e : <u>N/A</u> Descrip		iption :		λ
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close o	of precedir	ig month			
Increase/(decreas	e)	_		-	
Balance at close o	of the mon	th _			

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

100,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares		No. of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	800,000,000	N/A	N/A	N/A
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A
Balance at close of the month	800,000,000	<u> </u>	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	Ň	evenent dur	ing the mont	h	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
of shares issuable	Granted		ing the mont Cancelled	Lapsed	-	
1. Share Option	Granieu	Exercised	Cancelleu	Lapseu		
Scheme conditionally						
adopted by the sole						
shareholder of the						
Company by written						
resolutions						
(18/09/2019)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)						
<u>2.</u>						
(/ /) shares (Note 1)						
3.						
<u> </u>						
(/ /)						
shares						
(Note 1)						
		Total /	A. (Ordinar	• •	NIL	
			(Preferenc	,	<u>N/A</u>	
Total funda raiaad during 4	ha maath fr	om overeies	(Otl	her class)	N/A	
Total funds raised during to of options (State currency)		un exercise		NIL		

Warrants to Issue Shares of the	e Issuer which	are to be Listed	k			
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
<u>1. N/A</u>						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable)						
	(/ /)	-			
2. N/A						
(/ /) 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>						
Class of shares			-			
			-			
EGM approval date (if applicable)						
	(/ /)				
4. N/A	``		-			
(/ /)						
Stock code (if listed) Class of shares			-			
			_			
Subscription price			_			
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
	(, , ,	/	-			
		Total I		ary shares)		_
				ce shares)		-
			(O	ther class)	N/A	-

Convertibles (i.e. Convertible	e into Shares of th	e Issuer which	n are to be Liste	ed)		
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
<u>1. N/A</u>						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	(/ /)					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)					
Stock code (if listed) Class of shares issuable (Note 1) 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)				ary shares) ce shares) ther class)	N/A	-

Any othe	other Agreements or Arrangements to Issue Shares of the Issuer which er than under Share Option Schemes)	are to be Listed, inc	luding Options
		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
Ful	l particulars including EGM approval date (dd/mm/yyyy), oplicable, and class of shares issuable:		month
<u>1</u>	N/A		
••	• • • •		
	shares (Note 1)		
2	N/A		
·	shares (Note 1)		<u> </u>
3.	N/A		
0.			
	shares (Note 1)		<u> </u>
	Total D. (Ordinary shares)	NIL	
	(Preference shares)	N/A	-
	(Other class)	N/A	-
			-

Otl	her Movements i	n 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
_	Type of Issue						month
			Class of shares issuable <i>(Note 1)</i>				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	N/A
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(222			<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(222-222)			<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)				
4.	Bonus issue		lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			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
			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 (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/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)	(/ /)	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 (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
10.	Other (Please specify)	At price : State	Class of shares issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	<u>N/A</u>	N/A
			Total E. (Ordinary share (Preference share (Other clas	es) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL
	(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").)		

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by : Chan Tak Sun Sammy

Title : Company Secretary (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.