

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended  
(dd/mm/yyyy) :

30/09/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Jiayuan International Group Limited (the "Company")

Date Submitted

03/10/2016

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

|                                     |                                      |                            |   |
|-------------------------------------|--------------------------------------|----------------------------|---|
| (1) Stock code : <u>2768</u>        | Description : <u>Ordinary shares</u> |                            |   |
|                                     | No. of ordinary shares               | Par value (HK\$)           | Authorised share capital (HK\$)           |
| Balance at close of preceding month | <u>10,000,000,000</u>                | <u>0.01</u>                | <u>100,000,000</u>                        |
| Increase/(decrease)                 | <u>Nil</u>                           |                            | <u>Nil</u>                                |
| Balance at close of the month       | <u>10,000,000,000</u>                | <u>0.01</u>                | <u>100,000,000</u>                        |
| (2) Stock code : <u>N/A</u>         | Description : _____                  |                            |   |
|                                     | No. of ordinary shares               | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | _____                                | _____                      | _____                                     |
| Increase/(decrease)                 | _____                                |                            | _____                                     |
| Balance at close of the month       | _____                                | _____                      | _____                                     |

## 2. Preference Shares

|                                     |            |                          |  |   |  |
|-------------------------------------|------------|--------------------------|--|---|--|
| Stock code :                        | <u>N/A</u> | Description :            | <u></u>                                |   |  |
|                                     |            | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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>   |  |

## 3. Other Classes of Shares

|                                     |            |                                |  |   |  |
|-------------------------------------|------------|--------------------------------|--|---|--|
| Stock code :                        | <u>N/A</u> | Description :                  | <u></u>                                |   |  |
|                                     |            | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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 (*HK\$*) : 100,000,000

## II. Movements in Issued Share Capital

|  | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other<br>classes of shares |
|--|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of<br>preceding month   | 1,867,500,000                 | N/A | N/A                        | N/A                               |
| Increase/ (decrease)<br>during the month | Nil                           | N/A | N/A                        | N/A                               |
| Balance at close of<br>the month         | 1,867,500,000                 | 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<br>share option<br>scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |           |           |        | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|---|---------------------------|-----------|-----------|--------|---|---|
|   | Granted                   | Exercised | Cancelled | Lapsed |   |   |
| 1. Share<br>Option<br>Scheme  |                           |           |           |        |   |   |
| (12/02/2016)  |                           |           |           |        |   |   |
| Ordinary shares<br>(Note 1)   | N/A                       | N/A       | N/A       | N/A    | N/A   | N/A   |
| 2.  |                           |           |           |        |   |   |
| ( / / )   |                           |           |           |        |   |   |
| shares  |                           |           |           |        |   |   |
| (Note 1)  |                           |           |           |        |   |   |
| 3.  |                           |           |           |        |   |   |
| ( / / )   |                           |           |           |        |   |   |
| shares  |                           |           |           |        |   |   |
| (Note 1)  |                           |           |           |        |   |   |
| Total A. (Ordinary shares)  |                           |           |           |        | N/A   |   |
| (Preference shares)   |                           |           |           |        | N/A   |   |
| (Other class)   |                           |           |           |        | N/A   |   |
| Total funds raised during the month from exercise<br>of options (State currency)  | N/A                       |           |           |        |   |   |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|--|----------------------------------|---|---|---|
| 1. N/A   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| 2.   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| 3.   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |  |                                  |   |   |   |
| 4.   |                                 |  |                                  |   |   |   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(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. 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.   |                                |                                    |                            |                              |  |   |
| 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 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  |  |   |
| 2.  |  |   |
| 3.  |  |   |
| 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 ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| 2. Open offer   | At price : | State currency _____ | Class of shares _____ issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| 3. Placing      | At price : | State currency _____ | Class of shares _____ issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| 4. Bonus issue  |            |                      | Class of shares _____ issuable ( <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 |
|-------------------------|------------|----------------------|---|--|---|
| 5. Scrip dividend       | At price : | State currency _____ | Class of shares _____<br>issuable ( <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 _____<br>repurchased ( <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 _____<br>redeemed ( <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 _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |



|                              |   |   |  | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|------------------------------|---|---|--|---|---|
| Type of Issue                |   |   |  |   |   |
| 9. Capital<br>reorganisation | Class of shares _____<br>issuable (Note 1)      |   |  |   |   |
|                              | Issue and allotment date : (dd/mm/yyyy) ( / / ) |   |  |   |   |
|                              | EGM approval date: (dd/mm/yyyy) ( / / )         |   |  |   |   |
|                              |   |   |  | <u>N/A</u>  | <u>N/A</u>  |
| 10. Other                    | Class of shares _____<br>issuable (Note 1)      |   |  |   |   |
|                              | At price : HK\$ _____                           | Issue and allotment date : (dd/mm/yyyy) ( / / ) |  |   |   |
|                              | EGM approval date: (dd/mm/yyyy) ( / / )         |   |  |   |   |
|                              |   |   |  | <u>N/A</u>  | <u>N/A</u>  |
| Total E. (Ordinary shares)   |   |   |  | <u>N/A</u>  |   |
| (Preference shares)          |   |   |  | <u>N/A</u>  |   |
| (Other class)                |   |   |  | <u>N/A</u>  |   |

|   |     |            |
|---|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <u>N/A</u> |
|   | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |            |

N/A

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

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*