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

**For the month ended (dd/mm/yyyy) :**   **30/11/2017**

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer          China Graphene Group Limited

Date Submitted          04/12/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 0063          Description :          N/A

| | No. of ordinary shares | Par value *(State currency)* | Authorised share capital *(State currency)* |
|---|---|---|---|
| Balance at close of preceding month | 20,000,000,000 | HK$0.05 | HK$1,000,000,000.00 |
| Increase/(decrease) | Nil | Nil | Nil |
| Balance at close of the month | 20,000,000,000 | HK$0.05 | HK$1,000,000,000.00 |

(2) Stock code : N/A          Description :          N/A

| | 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 :    N/A            Description :    N/A

|  | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
|---|---|---|---|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

## 3. Other Classes of Shares

Stock code :    N/A            Description :    N/A

|  | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
|---|---|---|---|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

Total authorised share capital at the end of the month *(State currency)* :    HK$1,000,000,000.00

_____

## II. Movements in Issued Share Capital

| | No. of ordinary shares (1) | (2) | No of preference shares | No. of other classes of shares |
|---|---|---|---|---|
| Balance at close of preceding month | **2,819,102,084** | N/A | N/A | N/A |
| Increase/ (decrease) during the month | **Nil** | N/A | N/A | N/A |
| Balance at close of the month | **2,819,102,084** | 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 share option scheme including EGM 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.Share Option Scheme (Adoption date: 25/06/2013) Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | Nil |
| 2. N/A ( / / ) shares (Note 1) | | | | | | |
| 3. N/A ( / / ) 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 of options (State currency)  N/A

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 _____ <br><br> _____ <br><br> ( / / ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) _____ | | | | | | |
| 2. N/A _____ <br><br> _____ <br><br> ( / / ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) _____ | | | | | | |
| 3. N/A _____ <br><br> _____ <br><br> ( / / ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) _____ | | | | | | |
| 4. N/A _____ <br><br> _____ <br><br> ( / / ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) _____ | | | | | | |

Total B.   (Ordinary shares) _____ N/A _____
(Preference shares) _____ N/A _____
(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 *(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 *(Note 1)* _____ | | | | | | |
| 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                  (  /  /  )     shares *(Note 1)* | | |
| 2. N/A                  (  /  /  )     shares *(Note 1)* | | |
| 3. N/A                  (  /  /  )     shares *(Note 1)* | | |
| 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 *(Note 1)* _____<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 *(Note 1)* _____<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 *(Note 1)* _____<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 *(Note 1)* _____<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 issuable *(Note 1)* ———— <br><br> Issue and allotment date : (dd/mm/yyyy) ( / / ) <br><br> EGM approval date: (dd/mm/yyyy) ( / / ) | N/A | N/A |
| 6. Repurchase of shares | | | Class of shares repurchased *(Note 1)* ———— <br><br> Cancellation date : (dd/mm/yyyy) ( / / ) <br><br> EGM approval date: (dd/mm/yyyy) ( / / ) | N/A | N/A |
| 7. Redemption of shares | | | Class of shares redeemed *(Note 1)* ———— <br><br> Redemption date : (dd/mm/yyyy) ( / / ) <br><br> EGM approval date: (dd/mm/yyyy) ( / / ) | N/A | N/A |
| 8. Consideration issue | At price : | State currency ——— | Class of shares issuable *(Note 1)* ———— <br><br> Issue and allotment date : (dd/mm/yyyy) ( / / ) <br><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 *(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 currency _____ | Class of shares issuable *(Note 1)* _____ | | |
| | | 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 |

*(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)*

Remarks (if any):

N/A

Submitted by: _____ Yuen Wing Kwan _____

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

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*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*