HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/08/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Panda Green Energy Group Limited	
Date Submitted	4 September 2018	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>686</u> Descrip	ption :	N/4	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\$0.10	HK\$2,000,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	20,000,000,000	HK\$0.10	HK\$2,000,000,000
(2) Stock code : <u>N/A</u> Descri	ption :		
	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> Descr	ription :		
	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 : <u>N/A</u> Desc	cription :		
	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\$2,000,000,000

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	9,529,811,467	N/A	N/A	N/A
Increase / (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	9,529,811,467	N/A	N/A	N/A

	Share Option	Schemes of the Is	ssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement durin	g the month		thereto	as at close of the month
(dd/mm/yyyy) and —			0			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
Subscription Price:						
HK\$1.00						
(19/06/2012)						
Ordinary shares	Nil	Nil	Nil	800,000	Nil	39,900,000
(Note 1)						
2. Share Option Scheme						
Subscription Price:						
HK\$0.564						
(19/06/2012)						
Ordinary shares	Nil	Nil	Nil	184,000	Nil	22,353,319
(Note 1)						
3. Share Option						
Scheme						
Subscription Price:						
HK\$1.076						
(19/06/2012)						
Ordinary shares	Nil	Nil	Nil	5,500,000	Nil	559,500,000
(Note 1)	1111		1411	3,300,000	1111	557,500,000
(Ivole I)						
4. Share Option						
Scheme						
Subscription Price:						
HK\$1.132						
(19/06/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	80,000,000
(Note 1)						
		Tot	al A. (Ordin	nary charac)	Nil	
		100		ence shares)		_
					N/A	-
				Other class)	N/A	-
Total funds raised duri		from exercise of		N/A		

III. Details of Movements in Issued Share Capital

Warrants to Issue Shares of t	he Issuer which	h are to	be Listed					
	Currency	Nomin	nal value at	Exercis	sed 1	Nominal value at	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
Description of warrants (Date of expiry - dd/mm/yyy	of nominal	cl	ose of ling month	during mont	the	close of the month		month
1. Unlisted warrants	_					TTTC		
			HK\$ /15,004.268	Nil		HK\$ 562,715,004.268	Nil	871,075,858
(20/03/2020)								
Stock code (if listed)	N/A							
Class of shares issuable (<i>Note 1</i>)	Ordinary Sha	ares						
Subscription price	HK\$0.646 pc	er warra						
SGM approval date	(subject to ac	ljustme	nt)					
(if applicable)	(29/11/2016)							
(dd/mm/yyyy) 2. N/A	(28/11/2016)							
	_							
(/ /) Stock code (if listed)								
Class of shares								
issuable (Note 1)								
Subscription price SGM approval date								
(if applicable)	(, ,)					
(dd/mm/yyyy) 3. N/A	(/ /	_)					
(/ /) Stock code (if listed)								
Class of shares								
issuable (<i>Note 1</i>) Subscription price								
SGM approval date								
(if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A	(/ /)					
						,		
(/ /) Stock code (if listed)								
Class of shares								
issuable (<i>Note 1</i>) Subscription price								
SGM approval date								
(if applicable) (dd/mm/yyyy)	(/ /)					
(dd/mm/yyyy)	(/ /)					
				Total B.		dinary shares)		
					(Prefe	erence shares) (Other class)		
							1 1/ / 1	

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		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issue which may be issued pursuan thereto as at close of the month
1. Convertible Bonds							
for principal amount of							
HK\$232,959,339							
(due 2018)		HK\$	HK\$232,959,339	Nil	HK\$232,959,339	Nil	154,277,707
Stock code (if listed)	N/A	Πικφ	111(4232,737,337		111(4232,737,337	1111	134,277,707
Class of shares issuable (<i>Note 1</i>) Subscription price SGM approval date (if applicable) (dd/mm/yyyy)	Ordina HK\$1	ary shares .51 per conversi 2/2013)	on share				
2. 6.75% Secured Convertible	Bonds						
for principal amount of							
US\$100,000,000							(Remark 1)
(due 2018)		US\$	US\$100,000,000	Nil	US\$100,000,000	Nil	515,704,019
Stock code (if listed)	N/A						
Class of shares issuable (<i>Note 1</i>)	Ordin	ary shares					
Subscription price		.5028 per conve	rsion share				
SGM approval date (if applicable) (dd/mm/yyyy)	(under grante	the general man d to the director held on 24 July	ndate s at the				
3. N/A		-					
		_					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price							
Class of shares issuable							
Class of shares issuable (<i>Note 1</i>) Subscription price SGM approval date (if applicable) (dd/mm/yyyy)							
Class of shares issuable (<i>Note 1</i>) Subscription price SGM approval date (if applicable) (dd/mm/yyyy) 4. N/A Stock code (if listed)							
Class of shares issuable (<i>Note 1</i>) Subscription price SGM approval date (if applicable) (dd/mm/yyyy) 4. N/A							
Class of shares issuable (<i>Note 1</i>) Subscription price SGM approval date (if applicable) (dd/mm/yyyy) 4. N/A 							

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>	-	
	-	
(/ /) shares (<i>Note 1</i>)	-	
2. N/A		
2. <u>N/A</u>		
	-	
	-	
shares (Note 1)		·
3. N/A		
	-	
	-	
4. <u>N/A</u>		
	-	
	-	
shares (Note 1)	-	
Total D. (Ordinary shares)	N/A	
(Preference shares) (Other class)	N/A N/A	
(Other class)	11/71	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	<u>Dther Movements in</u>	n Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	which may be issued pursuant
	Type of Issue						
			Class of shares issuable (<i>Note 1</i>)	N/A			
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	N/A			
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>			
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	N/A			
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

	rype 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 (<i>Note 1</i>)		N/A	_		
5.	Scrip dividend At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	()	/ /)		
		EGM approval date: (dd/mm/yyyy)	(/	/ /)		
		Class of shares repurchased (Note 1)		N/A	-		
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	()	/ /)		
		EGM approval date: (dd/mm/yyyy)	()	/ /)		
		Class of shares redeemed (Note 1)		N/A	_		
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/	/ /)		
		EGM approval date: (dd/mm/yyyy)	()	/ /)		
		Class of shares issuable (<i>Note 1</i>)		N/A	_		
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	()	/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		

Other Movements in Issued Share Capital			
The second second			No. of new shares of issuer which nay be issued pursuant thereto as at close of the month
Type of Issue			
	Class of shares issuable <u>N/A</u> (<i>Note 1</i>)		
9. Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Class of shares issuable <u>N/A</u> (<i>Note 1</i>)		
10. Other (Please specify) At price : State currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
(rease speeny) currency	EGM approval date: (/ /) (dd/mm/yyyy)		
	Total E. (Ordinary shares		-
	(Preference shares		-
	(Other class) <u>N/A</u>	-

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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").)			

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Remarks (if any):

(1) Assuming shares of the Company are issued for payment of interest under the convertible bonds at the adjusted
conversion price, a maximum of additional 17,405,010 shares may be issued.
Submitted by: Ms Qiu Ping, Maggie
Title: 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.*