

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

For the month ended (dd/mm/yyyy): 31/12/2015

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Wanguo International Mining Group Limited |
|----------------|---|
| Date Submitted | 06/01/2016                                |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares                  |                        |                                  |   |  |  |
|-------------------------------------|------------------------|----------------------------------|---|--|--|
| (1) Stock code : <u>3939</u> Desc   | ription :              | WANGU                            | JO MINING                                 |  |  |
|                                     | No. of ordinary shares | Par value<br>(HK\$)              | Authorised share capital (HK\$)           |  |  |
| Balance at close of preceding month | 1,000,000,000          | 0.10                             | 100,000,000.00                            |  |  |
| Increase/(decrease)                 | NIL                    |                                  | NIL                                       |  |  |
| Balance at close of the month       | 1,000,000,000          | 0.10                             | 100,000,000.00                            |  |  |
| (2) Stock code : <u>N/A</u> Desc    | ription : <u>N/A</u>   |                                  |   |  |  |
|                                     | No. of ordinary shares | Par value<br>(State<br>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            | Descrij | ption : <u>N/A</u>       |                                  |   |
|------------------|----------------|---------|--------------------------|----------------------------------|---|
|                  |                |         | No. of preference shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close | of preceding   | month   |                          |                                  |   |
| Increase/(decrea | use)           |         |                          |                                  |   |
|                  |                |         |                          |                                  |   |
| Balance at close | e of the month |         |                          |                                  |   |

#### 3. Other Classes of Shares

| Stock code :      | N/A          | Descrij | ption : <u>N/A</u>             |                                  |   |
|-------------------|--------------|---------|--------------------------------|----------------------------------|---|
|                   |              |         | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close  | of preceding | g month |                                |                                  |   |
| Increase/(decreas | se)          |         |                                |                                  |   |
| Balance at close  | of the montl | n       |                                |                                  |   |

Total authorised share capital at the end of the month:

HK\$100,000,000.00

# II. Movements in Issued Share Capital

|  | No. of ordina | ary shares | No of preference | No. of other classes |
|--|---------------|------------|------------------|----------------------|
| -  | (1)           | (2)        | shares           | of shares            |
| Balance at close of preceding month      | 600,000,000   | N/A        | N/A              | N/A                  |
| Increase/ (decrease)<br>during the month | NIL           | N/A        | N/A              | N/A                  |
| Balance at close of the month            | 600,000,000   | 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 share<br>option scheme<br>including EGM<br>approval date |                | Movement du        | ring 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 thereto<br>as at close of the month |
|---|----------------|--------------------|-----------------|----------------|---|--|
| (dd/mm/yyyy) and  |                | Wio vement du      | ting the month  |                | _   |  |
| class of shares   |                | F . 1              | G 11 1          | <b>T</b> 1     |   |  |
| issuable<br>1. Share Option Scheme                                      | Granted        | Exercised          | Cancelled       | Lapsed         |   |  |
| adopted on 12 June 2012   |                |                    |                 |                |   |  |
| Ordinary shares   | NII            | NIL                | NIL             | NIL            | NIL   | No Share option has<br>been granted<br>since adoption  |
| (Note 1)  | INIL           | INIL               | INIL            | MIL            | INIL  |  |
| (Note 1)  |                |                    |                 |                |   |  |
| 2. Exercise Price:  |                |                    |                 |                |   |  |
| HK\$  |                |                    |                 |                |   |  |
|   |                |                    |                 |                |   |  |
| ( / / )   |                |                    |                 |                |   |  |
| shares  | N/A            | N/A                | N/A             | N/A            | N/A   | N/A  |
| (Note 1)  |                |                    |                 |                |   |  |
|   |                |                    |                 |                |   |  |
| 3. Exercise Price:  |                |                    |                 |                |   |  |
| HK\$  |                |                    |                 |                |   |  |
| ( / / )   |                |                    |                 |                |   |  |
| shares  |                |                    |                 |                |   |  |
| (Note 1)  |                |                    |                 |                |   |  |
|   |                |                    |                 |                |   |  |
| 4. Exercise Price:  |                |                    |                 |                |   |  |
| HK\$  |                |                    |                 |                |   |  |
|   |                |                    |                 |                |   |  |
| ( / / )   |                |                    |                 |                |   |  |
| shares  |                |                    |                 |                |   |  |
| (Note 1)  |                |                    | T ( 1 ) ( )     | 1. 1 .         | NIII  |  |
|   |                |                    |                 | dinary shares) | NIL   |  |
|   |                |                    | (Pref           | erence shares) | N/A<br>N/A  |  |
|   |                |                    |                 | (Other class)  | N/A   |  |
| Total funds raised during (State currency)                              | the month from | exercise of option | s<br><u>N/A</u> |                |   |  |
|   |                |                    |                 |                |   |  |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | during the   | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|--------------|---|--|--|
| 1.   | -                               |   |              |   |  |  |
|  | N/A                             | N/A   | N/A          | N/A                                       | N/A  | N/A  |
| ( / / )  |                                 |   |              |   |  |  |
| Stock code (if listed)<br>Class of shares                |                                 |   | -            |   |  |  |
| issuable (Note 1)  |                                 |   |              |   |  |  |
| Subscription price                                       |                                 |   | -            |   |  |  |
| EGM approval date (if applicable)                        |                                 |   |              |   |  |  |
| (dd/mm/yyyy)   | ( / /                           | )   | _            |   |  |  |
| 2.   | -                               |   |              |   |  |  |
|  | -                               |   |              |   |  |  |
| ( / / )  |                                 |   |              |   |  |  |
| Stock code (if listed)<br>Class of shares                |                                 |   | -            |   |  |  |
| issuable (Note 1)  |                                 |   |              |   |  |  |
| 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)                        |                                 |   |              |   |  |  |
|  | ( / /                           | )   | _            |   |  |  |
| 4.   | -                               |   |              |   |  |  |
|  | -                               |   |              |   |  |  |
| ( / / )  |                                 |   |              | ·   |  |  |
| Stock code (if listed)                                   |                                 |   | _            |   |  |  |
| Class of shares issuable ( <i>Note 1</i> )               |                                 |   |              |   |  |  |
| Subscription price                                       |                                 |   | -            |   |  |  |
| EGM approval date (if applicable)                        |                                 |   |              |   |  |  |
| (dd/mm/yyyy)   | ( / /                           | )   | _            |   |  |  |
|  |                                 | Tot   | al B. (Ordin | nary shares) N/A                          | 4  |  |
|  |                                 | 100   | · · ·        | ence shares) $N/A$                        |  | -  |
|  |                                 |   |              | Other class) $\overline{N/A}$             |  | -  |
|  |                                 |   |              |   |  |  |

| Class and description  | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month | shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| 1.   | _                                    |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )                                  | <u>N/A</u>                           | <u>N/A</u>                               | <u>N/A</u>                       | <u>N/A</u>                         | <u>N/A</u>   | <u>N/A</u>   |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy))<br>2.                        | ( / / )                              |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares  |                                      |  |                                  |                                    |  |  |
| issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |  |                                  |                                    |  |  |
| 3.   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price            |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>4.   | ( / / )<br>                          |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price            |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | ( / / )                              |  |                                  |                                    |  |  |

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

|    | particulars including EGM approval date (dd/mm/yyyy), plicable, and class of shares issuable: | 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 thereto<br>as at close of the month |
|----|---|---|--|
| 1. | N/A   |   |  |
|    |   |   |  |
|    |   |   |  |
|    | $\frac{( / / )}{\text{shares}(N_{\text{struct}})}$  | -   |  |
|    | shares (Note 1)   |   |  |
| 2. | N/A   |   |  |
| 2. |   | -   |  |
|    |   |   |  |
|    | ( / / )   |   |  |
|    | 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 | Cap | oital | L |
|-----------------|----|--------|-------|-----|-------|---|
|-----------------|----|--------|-------|-----|-------|---|

| Oth | Type c       | of Issue   |          |  |       |   | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of<br>the month |
|-----|--------------|------------|----------|--|-------|---|--|---|
|     | 1900         | 115540     |          | Class of shares                            |       |   |  |   |
|     |              |            |          | issuable (Note 1)                          |       |   |  |   |
| 1.  | Rights issue | At price : | State    | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|     |              |            |          | EGM approval date:                         | ( / / | ) |  |   |
|     |              |            |          | (dd/mm/yyyy)                               |       |   | N/A  | N/A   |
|     |              |            |          |  |       |   |  |   |
|     |              |            |          | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 2.  | Open offer   | At price : | State    | Issue and allotment                        | ( / / | ) |  |   |
|     |              |            | currency | date : (dd/mm/yyyy)<br>EGM approval date:  | ( / / | ) |  |   |
|     |              |            |          | (dd/mm/yyyy)                               |       |   | N/A  | N/A   |
|     |              |            |          |  |       |   |  |   |
|     |              |            |          | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 3.  | Placing      | At price : | State    | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|     |              |            |          | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |  |   |
|     |              |            |          | (dd/mm/yyyy)                               |       |   | <u>N/A</u>   | <u>N/A</u>  |
|     |              |            |          | Class of shares                            |       |   |  |   |
|     |              |            |          | issuable (Note 1)                          |       |   |  |   |
| 4.  | Bonus issue  |            |          | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|     |              |            |          | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |  |   |
|     |              |            |          | (,,,,                                      |       |   | N/A  | N/A   |

| Type of Issue   |                  |                       |  |  |   | thereto   | thereto as<br>at close of<br>the month   |
|-----------------|------------------|-----------------------|--|--|---|---|--|
|                 |                  |                       | Class of shares                            |  |   |   |  |
|                 |                  |                       | issuable (Note 1)                          |  |   |   |  |
| lividend        | At price :       | State<br>currency ——— | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /  | )   |   |  |
|                 |                  |                       | EGM approval date:                         | ( / /  | )   |   |  |
|                 |                  |                       |  |  |   | <u>N/A</u>  | <u>N/A</u>   |
|                 |                  |                       | Class of shares                            |  |   |   |  |
|                 |                  |                       | -  | ( / /  | )   |   |  |
| chase of shares |                  |                       | (dd/mm/yyyy)                               | ( / /  | ,   |   |  |
|                 |                  |                       | EGM approval date:                         | ( / /  | )   |   |  |
|                 |                  |                       | (dd/min/yyyy)                              |  |   | <u>N/A</u>  | <u>N/A</u>   |
|                 |                  |                       | Class of shares redeemed ( <i>Note 1</i> ) |  |   |   |  |
| ption of shares |                  |                       | Redemption date :<br>(dd/mm/yyyy)          | ( / /  | )   |   |  |
|                 |                  |                       | EGM approval date:                         | ( / /  | )   |   |  |
|                 |                  |                       |  |  |   | <u>N/A</u>  | <u>N/A</u>   |
|                 |                  |                       | Class of shares issuable ( <i>Note 1</i> ) |  |   |   |  |
| leration issue  | At price :       | State currency        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /  | )   |   |  |
|                 |                  |                       | EGM approval date:<br>(dd/mm/yyyy)         | ( / /  | )   |   | N/A  |
|                 | nption of shares | nption of shares      | nption of shares                           | (dd/mm/yyyy)         Class of shares         chase of shares         Class of shares         (dd/mm/yyyy)         EGM approval date:         Issue and allotment         date:       (dd/mm/yyyy)         EGM approval date: | Class of shares         chase of shares         Class of shares         repurchased (Note 1)         Cancellation date :         (d/mm/yyyy)         EGM approval date:         (id/mm/yyyy)         EGM approval date: | (dd/mm/yyyy)         Class of shares         repurchased (Note 1)         Cancellation date :         (d/mm/yyyy)         EGM approval date:         (d/mm/yyyy) | $\frac{N/A}{(dd/mm/yyyy)} = \frac{N/A}{(dd/mm/yyyy)}$ $\frac{N/A}{(dd/mm/yyyy)}$ |

| Type of Issue  |  |           |       | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of<br>the month |
|--|--|-----------|-------|--|---|
|  | Class of shares issuable ( <i>Note 1</i> ) |           |       |  |   |
| 9. Capital reorganisation  | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /     | )     |  |   |
|  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /     | )     |  |   |
|  |  |           |       | <u>N/A</u>   | <u>N/A</u>  |
|  | Class of shares issuable ( <i>Note 1</i> ) |           |       |  |   |
| 10. Other<br>(Please specify)     At price :     State<br>currency | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /     | )     |  |   |
|  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /     | )     | N/A  | N/A   |
|  | Total E.                                   | (Preferen | ce sh | nares) <u>N/A</u><br>nares) <u>N/A</u><br>class) <u>N/A</u>                            |   |

| 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 | !").) |     |

Remarks (if any):

| N/A           |  |
|---------------|--|
|               |  |
|               |  |
|               |  |
|               |  |
|               |  |
|               |  |
|               |  |
|               |  |
|               |  |
|               |  |
| Submitted by: | Tricor Investor Services Limited                       |
| Title:        | Hong Kong Branch Share Registrar                       |
|               | (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.