# HKEX 香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

#### For the month ended (dd/mm/yyyy) : \_ 31/05/2016

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Wanguo International Mining Group Limited |
|----------------|---|
| Date Submitted | 02/06/2016                                |

I. Movements in Authorised Share Capital

| 1. | Ordinary | Shares |
|----|----------|--------|
|    |          |        |

| (1) Stock code : <u>3939</u> Descrip | tion : WANGUO MINING   |                                  |  |
|--------------------------------------|------------------------|----------------------------------|--|
|                                      | No. of ordinary shares | Par value<br>(HK\$)              | Authorised share<br>capital<br>(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> Descrip  | otion : <u>N/A</u>     |                                  |  |
|                                      | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br><i>(State currency)</i> |
| Balance at close of preceding month  |                        |                                  |  |
| Increase/(decrease)                  |                        | -                                |  |
| Balance at close of the month        |                        |                                  |  |

## 2. Preference Shares

| Stock code :       | <u>N/A</u> Descriptic |          | on :                           | N/A                              | /Α   |  |  |
|--------------------|-----------------------|----------|--------------------------------|----------------------------------|--|--|--|
|                    |                       |          | No. of<br>preference<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br><i>(State currency)</i> |  |  |
| Balance at close o | of precedir           | ng month |                                |                                  |  |  |  |
| Increase/(decreas  | e)                    |          |                                |                                  |  |  |  |
|                    | <b>f</b> (), <b>-</b> | d.       |                                |                                  |  |  |  |
| Balance at close o | or the mon            | ith      |                                |                                  |  |  |  |

## 3. Other Classes of Shares

| Stock code :       | N/A Description |          | ion :                                | λ                                |  |
|--------------------|-----------------|----------|--------------------------------------|----------------------------------|--|
|                    |                 |          | No. of other<br>classes of<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br><i>(State currency)</i> |
| Balance at close c | of precedir     | ng month |                                      |                                  |  |
| Increase/(decreas  | e)              | -        |                                      | -                                |  |
| Balance at close c | 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<br>preceding month   | 600,000,000            | N/A | N/A              | N/A               |  |  |
| Increase/ (decrease)<br>during the month | N/A                    | 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 Opt | ion Schemes c   | of the Issuer) |            |   |  |
|--|-----------|-----------------|----------------|------------|---|--|
| Particulars of share<br>option scheme<br>including EGM |           |                 |                |            | issuer issued during the month pursuant | No. of new shares of issuer which may be issued pursuant |
| approval date<br>(dd/mm/yyyy) and <sup>-</sup>         |           | Movement du     | ing the month  |            | thereto                                 | thereto as at close of the month                         |
| class of shares  |           |                 |                |            |   |  |
| issuable   | Granted   | Exercised       | Cancelled      | Lapsed     |   |  |
| 1. Share Option  |           |                 |                |            |   |  |
| Scheme adopted   |           |                 |                |            |   |  |
| on 12 June 2012  |           |                 |                |            |   |  |
|  |           |                 |                |            |   | No Share option  |
|  |           |                 |                |            |   | has been granted   |
| Ordinary shares  | Nil       | Nil             | Nil            | Nil        | Nil                                     | since adoption   |
| (Note 1)   |           |                 |                |            |   |  |
| 2.   |           |                 |                |            |   |  |
| 2.   |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
| ( / / )  |           |                 |                |            |   |  |
| shares   |           |                 |                |            |   |  |
| (Note 1)   |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
| 3.   |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
| shares   |           |                 |                |            |   |  |
|  |           |                 |                |            |   |  |
| (Note 1)   |           |                 |                |            |   |  |
|  |           | Tota            | IA. (Ordina    | ry shares) | NIL                                     |  |
|  |           |                 | (Preferenc     | ce shares) | N/A                                     |  |
|  |           |                 | (Ot            | her class) | N/A                                     |  |
|  |           |                 |                |            |   |  |
| Total funds raised dur                                 |           | nth from exerci | se             | NI/A       |   |  |
| of options (State curre                                | ency)     |                 |                | N/A        |   |  |
|  |           |                 |                |            |   |  |

| Warrants to Issue Shares of the  | e 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 |
| <u>1.</u>  |                                 |  |                                  |   |   |   |
|  | N/A                             | N/A  | N/A                              | N/A                                       | N/A   | N/A   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable <i>(Note 1)</i><br>Subscription price |                                 |  |                                  |   |   |   |
| EGM approval date  |                                 |  |                                  |   |   |   |
| (if applicable)<br>(dd/mm/yyyy)  | ( / /                           | )  |                                  |   |   |   |
| <u>2.</u>  | ( ) )                           | /  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)<br>Class of shares  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3.   | ( / /                           | )  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| Class of shares issuable (Note 1)  |                                 |  |                                  |   |   |   |
| Subscription price   |                                 |  |                                  |   |   |   |
| (if applicable)  |                                 |  |                                  |   |   |   |
|  | ( / /                           | )  |                                  |   |   |   |
| 4.   |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| Stock code (if listed)<br>Class of shares  |                                 |  |                                  |   |   |   |
| issuable (Note 1)  |                                 |  |                                  |   |   |   |
| Subscription price   |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)   |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)   | ( / /                           | )  |                                  |   |   |   |
|  |                                 | Total E  | (Ordina                          | ary shares)                               | N/A   |   |
|  |                                 | TOTAL  |                                  | ce shares)                                | N/A   | -   |
|  |                                 |  |                                  | ther class)                               |   |   |
|  |                                 |  |                                  |   |   |   |

| Convertibles (i.e. Convertible          | e into Shares of th                  | ne Issuer whi                               | ch are to be Liste               | ed)                                |   |   |
|---|--------------------------------------|---|----------------------------------|------------------------------------|---|---|
| Class and description                   | Currency of<br>amount<br>outstanding | Amount at<br>close of<br>preceding<br>month | Converted<br>during the<br>month | Amount at<br>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   | N/A                              | N/A                                | N/A   | N/A   |
| Stock code (if listed)                  |                                      |   |                                  |                                    |   |   |
| Class of shares                         |                                      |   |                                  |                                    |   |   |
| issuable (Note 1)                       |                                      |   |                                  |                                    |   |   |
| Subscription price                      |                                      |   |                                  |                                    |   |   |
| EGM approval date<br>(if applicable)    |                                      |   |                                  |                                    |   |   |
| (dd/mm/yyyy))                           | ( / / )                              |   |                                  |                                    |   |   |
| 2.                                      |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
| Stock code (if listed)                  |                                      |   |                                  |                                    |   |   |
| Class of shares                         |                                      |   |                                  |                                    |   |   |
| issuable (Note 1)                       |                                      |   |                                  |                                    |   |   |
| Subscription price<br>EGM approval date |                                      |   |                                  |                                    |   |   |
| (if applicable)                         |                                      |   |                                  |                                    |   |   |
| (dd/mm/yyyy)                            | ( / / )                              |   |                                  |                                    |   |   |
| 3.                                      |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
| Stock code (if listed)                  |                                      |   |                                  |                                    |   |   |
| Class of shares issuable (Note 1)       |                                      |   |                                  |                                    |   |   |
| Subscription price                      |                                      |   |                                  |                                    |   |   |
| EGM approval date                       |                                      |   |                                  |                                    |   |   |
| (if applicable)                         |                                      |   |                                  |                                    |   |   |
|   | ( / / )                              |   |                                  |                                    |   |   |
| 4.                                      |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
|   |                                      |   |                                  |                                    |   |   |
| Stock code (if listed)                  |                                      |   |                                  |                                    |   |   |
| Class of shares                         |                                      |   |                                  |                                    |   |   |
| issuable (Note 1)                       |                                      |   |                                  |                                    |   |   |
| Subscription price                      |                                      |   |                                  |                                    |   |   |
| EGM approval date                       |                                      |   |                                  |                                    |   |   |
| (if applicable)                         |                                      |   |                                  |                                    |   |   |
| (dd/mm/yyyy)                            | ( / / )                              |   | Total C. (Ordina                 | ary shares)                        | N/A   |   |
|   |                                      |   |                                  | ce shares)                         |   | -   |
|   |                                      |   |                                  | ther class)                        |   | -   |
|   |                                      |   |                                  | -                                  |   |   |

| Any other Agreements or Arrangements to Issue Shares of the Issue<br>Options (other than under Share Option Schemes) | er which are to be Liste  | ed, including   |
|--|---|---|
| Full portionion including FCM opproval data (dd/mm/sass)   | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:              |   | the month   |
| 1. <u>N/A</u>  |   |   |
|  |   |   |
|  |   |   |
|  |   |   |
| 2. N/A   |   |   |
|  |   |   |
|  |   |   |
| shares (Note 1)  |   |   |
| 3. N/A   |   |   |
|  |   |   |
|  |   |   |
| shares (Note 1)  |   |   |
| Total D. (Ordinary shares)   | NI/A  |   |
| Total D. (Ordinary shares)<br>(Preference shares)  | N/A<br>N/A  |   |
| (Other class)  | N/A   |   |
|  |   |   |

| Oth | ner Movements | in Issued Share Capital |  |         |   |   |   |
|-----|---------------|-------------------------|--|---------|---|---|---|
|     | Type of Issue |                         |  |         |   | 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 |                         |  |         |   |   |   |
|     |               |                         | Class of shares issuable (Note 1)          |         |   |   |   |
| 1.  | Rights issue  | At price : State        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /   | ) |   |   |
|     |               |                         | EGM approval date:<br>(dd/mm/yyyy)         | ( / /   | ) |   |   |
|     |               |                         |  |         |   | <u>N/A</u>  | N/A   |
|     |               |                         | Class of shares                            |         |   |   |   |
|     |               | _                       | issuable (Note 1)                          | , , , , | ` |   |   |
| 2.  | Open offer    | At price : State        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /   | ) |   |   |
|     |               |                         | EGM approval date:<br>(dd/mm/yyyy)         | ( / /   | ) |   |   |
|     |               |                         |  |         |   | <u>N/A</u>  | N/A   |
|     |               |                         | Class of shares issuable (Note 1)          |         |   |   |   |
| 3.  | Placing       | At price : State        | . ,  | ( / /   | ) |   |   |
|     |               |                         | EGM approval date:<br>(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)         | ( / /   | ) |   |   |
|     |               |                         |  |         |   | <u>N/A</u>  | <u>N/A</u>  |
|     |               |                         |  |         |   |   |   |

|    | Type of Issue        |                                  |  |       |   | 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 |
|----|----------------------|----------------------------------|--|-------|---|---|---|
|    |                      |                                  | Class of shares                            |       |   |   |   |
|    |                      |                                  | issuable (Note 1)                          |       |   |   |   |
| 5. | Scrip dividend       | At price : State<br>currency ——— | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   | N1/A  |
|    |                      |                                  |  |       |   | <u>N/A</u>  | N/A   |
|    |                      |                                  | Class of shares repurchased (Note 1)       |       |   |   |   |
| 6. | Repurchase of shares |                                  | Cancellation date :<br>(dd/mm/yyyy)        | ( / / | ) |   |   |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |   |
|    |                      |                                  |  |       |   | <u>N/A</u>  | <u>N/A</u>  |
|    |                      |                                  | Class of shares redeemed (Note 1)          |       |   |   |   |
| 7. | Redemption of shares |                                  | Redemption date :<br>(dd/mm/yyyy)          | ( / / | ) |   |   |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |   |
|    |                      |                                  |  |       |   | <u>N/A</u>  | <u>N/A</u>  |
|    |                      |                                  | Class of shares issuable (Note 1)          |       |   |   |   |
| 8. | Consideration issue  | At price : State                 | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |   |
|    |                      |                                  |  |       |   | <u>N/A</u>  | N/A   |
|    |                      |                                  |  |       |   |   |   |

|     | Type of Issue             |                  |  |  | 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 |
|-----|---------------------------|------------------|--|--|---|---|
|     |                           |                  | Class of shares issuable (Note 1)            |  |   |   |
| 9.  | Capital reorganisation    |                  | Issue and allotment (<br>date : (dd/mm/yyyy) | (//)                                       |   |   |
|     |                           |                  | EGM approval date: (<br>(dd/mm/yyyy)         | ( / / )                                    |   |   |
|     |                           |                  |  |  | <u>N/A</u>  | N/A   |
|     |                           |                  | Class of shares issuable (Note 1)            |  |   |   |
| 10. | Other<br>(Please specify) | At price : State | Issue and allotment (<br>date : (dd/mm/yyyy) | (//)                                       |   |   |
|     |                           |                  | EGM approval date: (<br>(dd/mm/yyyy)         | (//)                                       | N/A   | N/A   |
|     |                           |                  | (Prefer                                      | linary share<br>rence share<br>(Other clas | s) <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").) |     |     |  |  |  |

| Submitted by:          | Tricor Investor Services Limited   | _ |
|------------------------|--|---|
| Title:<br>(Director, S | Hong Kong Branch Share Registrar<br>ecretary 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.