HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Date Submitted

PF Group Holdings Limited (Incorporated in the Cayman Islands with limited liability) 03/11/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>8221</u> Descrip	otion :	Ordinary Shares			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	8,000,000,000	HK\$0.01	HK\$80,000,000		
Increase/(decrease)	Nil	_	Nil		
Balance at close of the month	8,000,000,000	HK\$0.01	HK\$80,000,000		
(2) Stock code : <u>N/A</u> Descrip	otion :				
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>		
Balance at close of preceding month					
Increase/(decrease)		-			
Balance at close of the month					

2. Preference Shares

Stock code :N	/ <u>A</u> Descr	ription :		
		No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of pre	ceding mont	h		
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 <i>(State currency)</i>
Balance at close of preceding mon	th		
Increase/(decrease)		-	
Balance at close of the month			

Total authorised share capital at the end of the month *(State currency)* :

HK\$80,000,000

II. Movements in Issued Share Capital

	No. of ordir	ary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	2,000,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A		
Balance at close of the month	2,000,000,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (und	<u>ler Share Opt</u>	tion Schemes c	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM approval date ⁻	N	Movement durir	ng the month		thereto	thereto as at close of the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share	Oranica	LACIOISCU	Ganociica	Lapsed		
Option						
Scheme						
(05/12/2016)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2. N/A						
<u>2. N/A</u>						
<u> </u>						
shares						
(Note 1)						
3. N/A						
0.10/1						
<u> </u>						
shares						
(Note 1)						
		Tota	al A. (Ordinai	ny charge)	Nil	
		Tota	(Preferenc		N/A	
				ther class)	N/A	
T-tol fundo rojood c	luring the me	-the frame overoi	•	THE Glass	N//¬	
Total funds raised of options (State cu		nth from exerci	se	Nil		

Warrants to Issue Shares of the	lssuer which	are to b	e Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nomina at clo prece mol	se of eding	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							
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price							
EGM approval date							
(if applicable)							
(dd/mm/yyyy)	(/ /)					
<u>2. N/A</u>							
							<u> </u>
Stock code (if listed) Class of shares							
issushis (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)	(١					
	(/ /)					
4. N/A							
,							
Stock code (if listed) Class of shares							
issushis (Note 1)							
Subscription price							
EGM approval date							
(if applicable)							
	(/ /)					
		,					
			Total B.		ary shares)		_
				•	ce shares)		_
				(0	ther class)	N/A	_

Convertibles (i.e. Convertible	into Shares of th	e Issuer whic	h are to be Liste	ed)		
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
<u>1. N/A</u>	_					
	_					
	_					
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)			- Fotal C. (Ordina	arv shares)		
			(Preferen	ce shares)	N/A	
			(O	ther class)	N/A	-

er which are to be Liste	ed, including
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
N/A	
N/A	
	No. of new shares of issuer issued during the month pursuant thereto

Oth	ner Movements i	n 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
				N/A			
			Class of shares issuable <i>(Note 1)</i>		-		
1.	Rights issue	At price : State currency	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	<u>N/A</u>
-				N/A			
			Class of shares issuable <i>(Note 1)</i>				
2.	Open offer	At price : State currency	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
				N/A			
			Class of shares issuable <i>(Note 1)</i>				
3.	Placing	At price : State	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
				N/A			
			Class of shares issuable <i>(Note 1)</i>				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	N1/A
						<u>N/A</u>	<u>N/A</u>

	No. of new	No. of new
	shares of	shares of
	issuer	issuer which
	issued	may be
	during the	issued
	month	pursuant
	pursuant	thereto as at
	thereto	close of the
Type of Issue		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)	(/ /)	<u>N/A</u>	<u>N/A</u>
			Class of shares repurchased (<i>Note 1</i>)	N/A			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						<u>IN/A</u>	<u>IN/7</u>
			Class of shares redeemed (<i>Note 1</i>)	N/A			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
			Class of shares	N/A			
8.	Consideration issue	At price : State	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	, , ,)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	N/A

Тур	pe 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
				N/A			
			Class of shares _– issuable <i>(Note 1)</i>				
	apital organisation		lssue and allotment (date : (dd/mm/yyyy))		
			EGM approval date: ((dd/mm/yyyy))		
						<u>N/A</u>	<u>N/A</u>
				N/A			
			Class of shares _ issuable <i>(Note 1)</i>				
10. Ot (P	ther lease specify)	At price : State	lssue and allotment (date : (dd/mm/yyyy))		
			EGM approval date: ((dd/mm/yyyy))	N/A	N/A
			Total E.		dinary		
			(Prefere	ence sh	nares) <u>N/A</u>	-
				(Other o	ciass) <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").)	

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 17.27A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the

securities have been fulfilled: (iv) all the securities of each class are in all respects identical (Note 3); (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements; (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue: completion has taken place of the purchase by the issuer of all property shown in the listing document (vii) to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and (viii) executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by: Lo Tak Wing Benson
Title: Director
(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.