



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Nexteer Automotive Group Limited

Date Submitted: 09 February 2022

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01316	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	4,000,000,000	HKD	0.1	HKD	400,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	4,000,000,000	HKD	0.1	HKD	400,000,000	

Total authorised/registered share capital at the end of the month: HKD 400,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01316	Description				
Balance at close of preceding month			2,509,824,293			
Increase / decrease (-)						
Balance at close of the month			2,509,824,293			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Type of shares issuable		Ordinary shares	Class of shares		Not applicable	Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)			01316						
Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month	
1).	Share Option Scheme adopted on June 5, 2014 (Granted on June 11, 2014) Exercise Price: HK\$5.15 (Remark 1)	1,144,700			1,144,700		1,144,700	179,014,910	
General Meeting approval date (if applicable)		05 June 2014							
2).	Share Option Scheme adopted on June 5, 2014 (Granted on June 10, 2015) Exercise Price: HK\$8.61 (Remark 2)	2,370,270			2,370,270		2,370,270	179,014,910	
General Meeting approval date (if applicable)		05 June 2014							
3).	Share Option Scheme adopted on June 5, 2014 (Granted on June 10, 2016) Exercise Price: HK\$7.584 (Remark 3)	1,967,680			1,967,680		1,967,680	179,014,910	
General Meeting approval date (if applicable)		05 June 2014							

4).	Share Option Scheme adopted on June 5, 2014 (Granted on May 29, 2017) Exercise Price: HK\$11.62 (Remark 4)	1,878,410			1,878,410		1,878,410	179,014,910
General Meeting approval date (if applicable)		05 June 2014						
5).	Share Option Scheme adopted on June 5, 2014 (Granted on May 30, 2018) Exercise Price: HK\$12.456 (Remark 5)	2,861,140			2,861,140		2,861,140	179,014,910
General Meeting approval date (if applicable)		05 June 2014						
6).	Share Option Scheme adopted on June 5, 2014 (Granted on August 21, 2019) Exercise Price: HK\$6.39 (Remark 6)	0			0		0	179,014,910
General Meeting approval date (if applicable)		05 June 2014						

Total A (Ordinary shares): _____

Total funds raised during the month from exercise of options: _____

Remarks:

Remark 1:
11,236,860 share options were granted on 11 June 2014 (of which unvested 3,570,040 share options were lapsed). Up to the close of this month, 7,666,820 share options were vested, 6,053,920 share options have been exercised, and 468,200 vested share options have been lapsed. The number of new shares of the Company which may be issued pursuant thereto is 1,144,700 shares.

Remark 2:
10,358,990 share options were granted on 10 June 2015 (of which unvested 5,062,427 share options were lapsed). Up to the close of this month, 5,296,563 share options were vested, 2,692,193 share options have been exercised, and 234,100 vested share options have been lapsed. The number of new shares of the Company which may be issued pursuant thereto is 2,370,270 shares.

Remark 3:

10,602,490 share options were granted on 10 June 2016 (of which unvested 6,577,460 share options were lapsed). Up to the close of this month, 4,025,030 share options were vested, 1,940,300 share options have been exercised, and 117,050 vested share options have been lapsed. The number of new shares of the Company which may be issued pursuant thereto is 1,967,680 shares.

Remark 4:

11,919,310 share options were granted on 29 May 2017 (of which unvested 8,414,390 share options were lapsed). Up to the close of this month, 3,504,920 share options were vested, 1,333,880 share options have been exercised, and 292,630 vested share options have been lapsed. The number of new shares of the Company which may be issued pursuant thereto is 1,878,410 shares.

Remark 5:

12,972,770 share options were granted on 30 May 2018 (of which unvested 8,648,480 share options were lapsed). Up to the close of this month, 4,324,290 share options were vested, and 1,463,150 vested share options have been lapsed. The number of new shares of the Company which may be issued pursuant thereto is 2,861,140 shares.

Remark 6:

13,675,070 share options were granted on 21 August 2019 (of which unvested 10,960,310 share options were lapsed). Up to the close of this month, no share options were vested. No new shares of the Company which may be issued pursuant thereto.

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. 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 and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised 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 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;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Fan Yi

Title: Executive Director, Vice President & Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
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 Main Board Rule 13.25A / GEM 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 submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"