

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :		31/08/2020		
To : Hong Kong Exchanges and	d Clear	ring Limited		
Name of Issuer N	exteer i	Automotive Group	Limited	
Date Submitted 4	Septen	nber 2020		
I. Movements in Authorised Sh	are Ca	pital		
1. Ordinary Shares				
(1) Stock code : <u>1316</u> [Descrip	tion :	Ordinary	shares
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding i	month_	4,000,000,000	0.10	400,000,000.00
Increase/(decrease)	_	Nil		Nil
Balance at close of the month	_	4,000,000,000	0.10	400,000,000.00
(2) Stock code : N/A [Descrip	tion:	N/A	1
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding i	month_			
Increase/(decrease)	_			
Balance at close of the month	_			

2. Preference Shares			
Stock code : N/A Desc	cription:	N/A	4
	No. of preference shares	Par value (State currency)	capital
Balance at close of preceding mon	th	_	
Increase/(decrease)		_	
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Desc	cription:	N/A	4
	No. of other classes of shares	(State	capital
Balance at close of preceding mon	th		
Increase/(decrease)		_	
,			
Balance at close of the month			

II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of preference	e No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	2,507,544,833	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	2,507,544,833	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (un	der Share Op	tion Schemes	of the Issuer)			
Particulars of					No. of new shares of	No. of new shares of
share option					issuer issued during	issuer which may be
scheme					the month pursuant	issued pursuant
including EGM	1	Movement duri	ing the month		thereto	thereto as at close of
approval date		THE TOTAL GALL	ing are menan		_	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
Share Option						
Scheme adopted						
on June 5, 2014-						
Granted on						
June 11, 2014 Exercise Price:						
HK\$5.15						
(05/06/2014)						2,545,850
Ordinary shares	Nil	Nil	Nil	Nil	Nil	(Remark 1)
(Note 1)						
2. Share Option						
Scheme adopted on June 5, 2014-						
Granted on						
June 10, 2015						
Exercise Price:						
HK\$8.61						
(05/06/2014)						2,721,420
Ordinary shares	Nil	Nil	Nil	Nil	Nil	(Remark 2)
(Note 1)	1411	1411	1111	INII	IVII	(Nemark 2)
3. Share Option						
Scheme adopted						
on June 5, 2014-						
Granted on						
June 10, 2016						
Exercise Price:						
HK\$7.584						
(05/06/2014)						2,494,840
Ordinary shares	Nil	Nil	Nil	Nil	Nil	(Remark 3)
(Note 1)						<u> </u>

III. Details of Movements in Issued Share Capital

Share Options (un	der Share C	option Schemes	of the Issuer)			
Particulars of					No. of new shares of	No. of new shares of
share option					issuer issued during	issuer which may be
scheme					the month pursuant	
including EGM					thereto	thereto as at close of
approval date						the month
(dd/mm/yyyy) and						
class of shares						
issuable		Movement dur	ing the month			
4. Share Option						
Scheme adopted						
on June 5, 2014-						
Granted on						
May 29, 2017						
Exercise Price:						
HK\$11.62						
(05/06/2014)						1,878,410
Ordinary shares	Nil	Nil	Nil	Nil	Nil	(Remark 4)
(Note 1)						
5. Share Option						
Scheme adopted						
on June 5, 2014- Granted on						
May 30, 2018						
Exercise Price:						
HK\$12.456						
(05/06/2014)						2,978,190
Ordinary shares	Nil	Nil	Nil	Nil	Nil	(Remark 5)
(Note 1)	<u> </u>		 		····	(Tromain o)
6. Share Option						
Scheme adopted						
on June 5, 2014-						
Granted on						
August 21, 2019						
Exercise Price:						
HK\$6.39						
(05/06/2014)						Nil
Ordinary shares	Nil	<u>Nil</u>	Nil	3,504,920	Nil	(Remark 6)
(Note 1)						
		Tota	al A. (Ordina	ary shares)	Nil	
				ce shares)	N/A	
				ther class)		
Total funds raised	during the n	nonth from exerc				
of options (State c		ionar monii oxere	,,,,,	N/A		
			-			

Warrants to Issue Shares of the	e Issuer which	<u>are to be Lis</u>	ted			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal val at close of preceding month	Exercised	Nominal value at close of the month		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)	(/ /)				
2.						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price			- 			
EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /)				
Ctools and a (if lintard)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
4.	(' '					
(/ /)			_			
`						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
(~~,, уууу)	(/ /	/				
		Tota		ary shares)	N/A	=
				ce shares) other class)	N/A N/A	_
			()	· · · · · · · · · · · · · · · · · · ·	IN/A	_

Class and description	Currency of amount outstanding	preceding	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
1. N/A						
-	<u> </u>					
Stock code (if listed)	(/ /)				
	<u> </u>					
Stock code (if listed) 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 (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /))				
Stock code (if listed)	_ 					
Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)		ary shares) ce shares) other class)	N/A N/A N/A	- -

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

Options (other than under Share Option Schemes)		
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. N/A		
1. 14/1	1	
-	-	
	-	
	4	
shares (Note 1)		
2		
	1	
shares (Note 1)	1	
		-
3.		
or		
	†	
	-	
charas (Mata 1)	-	
shares (Note 1)		
T-(-ID /O !')	1	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Ot	her Movements	in Issued Sha	are 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
	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1							
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
3.	Dlacing	At price :	State	Issue and allotment	(/ /)		
ა.	Placing	At price.	currency	date : (dd/mm/yyyy)		`		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N 1/A	N 1/A
							<u>N/A</u>	N/A
				Class of shares				
				issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(adminingyyy)			N/A	N/A

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

Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	No. of share issuer may issu pursu thereto close of mor	es of which be led lant as at of the
	Class of shares				
	issuable (Note 1)				
9. Capital reorganisation	Issue and allotment (/ / date : (dd/mm/yyyy))			
	EGM approval date: (/ /)			
	(dd/mm/yyyy)		N/A		N/A
	Class of shares				
10. Other At price . State	issuable (Note 1)	١			
(Please specify) At price : State currency	Issue and allotment (/ / date : (dd/mm/yyyy)	,			
	EGM approval date: (/ / (dd/mm/yyyy))	N/A		N/A
	Total E. (Or	dinary	<u> </u>		
		ares) <u>N/A</u>	=	
	(Other			- -	
Total increase / (decrease) in ordinary shares do	uring the month (i.e. Total of A to E)	: (1)	N/A	
		(2	2)	N/A	
Total increase / (decrease) in preference shares	s during the month (i.e. Total of A to	E):		N/A	
Total increase / (decrease) in other classes of sl	hares during the month (i.e. Total o	f A to			
E): (These figures should be the same as the relevance Capital").)	ant figures under II above ("Movem	ents	in Issued S	N/A hare	
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 13.25A, 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 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.

Remarks (if any):

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, 4,652,770 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 2,545,850 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, 2,341,043 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 2,721,420 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, 1,413,140 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 2,494,840 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 5,670,350 share options were lapsed). Up to the close of this month, 4,324,290 share options were vested, and 1,346,100 vested share options have been lapsed. The number of new shares of the Company which may be issued pursuant thereto is 2,978,190 shares.

Remark 6:

13,675,070 share options were granted on 21 August 2019 (of which unvested 6,665,300 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.
Submitted by: Fan Yi
Title: Executive Director, Vice President & Company Secretary (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 13.25A 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.