



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Wanguo International Mining Group Limited

Date Submitted 02/04/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

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

## 3. Other Classes of Shares

|                                     |            |                                |  |   |
|-------------------------------------|------------|--------------------------------|--|---|
| Stock code :                        | <u>N/A</u> | Description :                  | <u>N/A</u>                             |   |
|                                     |            | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month |            | _____                          | _____                                  | _____   |
| Increase/(decrease)                 |            | _____                          |  | _____   |
| Balance at close of the month       |            | _____                          | _____                                  | _____   |

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 shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)        |                         |                                |
| Balance at close of preceding month   | <u>600,000,000</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>NIL</u>             | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>600,000,000</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |

## III. Details of Movements in Issued Share Capital

### Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|------------|----------------------------|------------|--|---|
|  | Granted                   | Exercised  | Cancelled                  | Lapsed     |  |   |
| 1. Share Option Scheme adopted on 12 June 2012   |                           |            |                            |            |  | No Share option has been granted since adoption   |
| Ordinary shares<br>(Note 1)  | <u>NIL</u>                | <u>NIL</u> | <u>NIL</u>                 | <u>NIL</u> | <u>NIL</u>   |   |
| 2. Exercise Price:<br>HK\$<br>( / / )<br>shares  | <u>N/A</u>                | <u>N/A</u> | <u>N/A</u>                 | <u>N/A</u> | <u>N/A</u>   | <u>N/A</u>  |
| (Note 1)   |                           |            |                            |            |  |   |
| 3. Exercise Price:<br>HK\$<br>( / / )<br>shares  |                           |            |                            |            |  |   |
| (Note 1)   |                           |            |                            |            |  |   |
| 4. Exercise Price:<br>HK\$<br>( / / )<br>shares  |                           |            |                            |            |  |   |
| (Note 1)   |                           |            |                            |            |  |   |
|  |                           |            | Total A. (Ordinary shares) |            | <u>NIL</u>   |   |
|  |                           |            | (Preference shares)        |            | <u>N/A</u>   |   |
|  |                           |            | (Other class)              |            | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           | <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 | Exercised<br>during the<br>month | 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.<br>_____<br>_____<br>( / / )   | N/A                             | N/A   | N/A                              | N/A                                       | N/A  | N/A  |
| Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 2.<br>_____<br>_____<br>( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 3.<br>_____<br>_____<br>( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 4.<br>_____<br>_____<br>( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
|   |                                 |   |                                  | Total B. (Ordinary shares) _____          |  |  |
|   |                                 |   |                                  | (Preference shares) _____                 |  |  |
|   |                                 |   |                                  | (Other class) _____                       |  |  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. _____<br>_____<br>_____   | N/A                            | N/A                                | N/A                        | N/A                          | N/A  | N/A   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 2. _____<br>_____<br>_____   |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 3. _____<br>_____<br>_____   |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 4. _____<br>_____<br>_____   |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            | Total C. (Ordinary shares)   | N/A  |   |
|  |                                |                                    |                            | (Preference shares)          | N/A  |   |
|  |                                |                                    |                            | (Other class)                | 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)

| 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<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 2. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 3. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| Total D. (Ordinary shares)  | N/A  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

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

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



| 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 |
|----------------------------|---|--|---|
| 9. Capital reorganisation  | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )                                    | <u>N/A</u>   | <u>N/A</u>  |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>   | <u>N/A</u>  |
| Total E.                   |   | (Ordinary shares) <u>N/A</u>   | <u>N/A</u>  |
|                            |   | (Preference shares) <u>N/A</u>                                       | <u>N/A</u>  |
|                            |   | (Other class) <u>N/A</u>   | <u>N/A</u>  |

|   |                |
|---|----------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) <u>NIL</u> |
|   | (2) <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               | <u>N/A</u>     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         | <u>N/A</u>     |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |                |

