

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

31/03/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

MMG Limited

Date Submitted

9 April 2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 1208 Description : N/A

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

(2) Stock code : N/A Description : _____

	No. of ordinary shares	Par value (<i>State currency</i>)	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 : <u> N/A </u> Description : _____			
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<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 : _____			
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<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 (*State
currency*) :

_____ N/A _____

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	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) _____ (/ /)						
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) _____ (/ /)						
Total B.					(Ordinary shares) _____	N/A
					(Preference shares) _____	N/A
					(Other class) _____	N/A

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. N/A _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
2. N/A _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
3. N/A _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
4. N/A _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ 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. 2015 Performance Awards (See Remark 1) <hr/> <hr/> <hr/> <hr/> <hr/> Ordinary Shares	61,275,971	NIL
2. 2017 Performance Awards (See Remark 2) <hr/> <hr/> <hr/> <hr/> Ordinary Shares	NIL	53,502,448
3. N/A <hr/> <hr/> (/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	61,275,971 N/A 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 (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2. Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3. Placing	At price : State currency _____	Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4. Bonus issue		Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____

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 _____ N/A issuable (Note 1) Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
6. Repurchase of shares		Class of shares _____ N/A repurchased (Note 1) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
7. Redemption of shares		Class of shares _____ N/A redeemed (Note 1) Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
8. Consideration issue	At price : State currency _____	Class of shares _____ N/A issuable (Note 1) Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____

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 (Note 1) _____ N/A _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
10. Other (Please specify) At price : State currency _____	Class of shares issuable (Note 1) _____ N/A _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
Total E. (Ordinary shares)		_____	_____
(Preference shares)		_____	_____
(Other class)		_____	_____

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	66,304,171
	(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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

1. On 19 May 2015, the Company granted performance awards to eligible Incentive Participants pursuant to the Long Term Incentive Equity Plan adopted by the Company in 2012 (2015 Performance Awards). Details of the grant is set out in the announcement of the Company dated 19 May 2015. Upon vesting, award shares may be issued and allotted to eligible Incentive Participants to satisfy the performance awards, at a ratio of one award share for each performance award.

On 5 December 2017, the Company announced that the Board resolved to satisfy the performance awards in respect of the 2015 Performance Awards under the Long Term Incentive Equity Plan, to the extent they vest in accordance with their terms, by way of issue and allotment of up to 72,129,935 new Award Shares of the Company to Incentive Participants (including the Connected Incentive Participants) pursuant to the general mandate granted to the Board at the annual general meeting of the Company held on 24 May 2017.

At the extraordinary general meeting of the Company held on 8 March 2018, the Independent Shareholders approved, to the extent they vest in accordance with the terms, the issue and allotment of up to 26,045,652 new Connected Award Shares of the Company to the Connected Incentive Participants in respect of the 2015 Performance Awards pursuant to the Long Term Incentive Equity Plan.

There are a total of 10,853,964 Performance Awards lapsed in the month of March 2018.

2. On 31 August 2017, the Company granted performance awards to eligible Incentive Participants pursuant to the Long Term Incentive Equity Plan adopted by the Company in 2012 (2017 Performance Awards). Upon vesting, award shares may be issued and allotted to eligible Incentive Participants to satisfy the performance awards, at a ratio of one award share for each performance award.

On 5 December 2017, the Company announced that the Board resolved to satisfy the performance awards in respect of the 2017 Performance Awards under the Long Term Incentive Equity Plan, to the extent they vest in accordance with their terms, by way of issue and allotment of up to 54,391,336 new Award Shares of the Company to Incentive Participants (including the Connected Incentive Participants) pursuant to the general mandate granted to the Board at the annual general meeting of the Company held on 24 May 2017.

At the extraordinary general meeting of the Company held on 8 March 2018, the Independent Shareholders approved, to the extent they vest in accordance with the terms, the issue and allotment of up to 18,959,098 new Connected Award Shares of the Company to the Connected Incentive Participants in respect of the 2017 Performance Awards pursuant to the Long Term Incentive Equity Plan.

There are a total of 222,222 Performance Awards lapsed in the month of March 2018.

Submitted by: JIAO JIAN

Title: EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER
(Director, Secretary 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.