

Monthly Return of Equity Issuer on Movements in Securities

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

31/05/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Union Medical Healthcare Limited (the “Company”)

Date Submitted

05 Jun 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>2138</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>38,000,000,000</u>	<u>0.00001</u>	<u>380,000.00</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>38,000,000,000</u>	<u>0.00001</u>	<u>380,000.00</u>
(2) Stock code : <u>N/A</u> Description : <u>N/A</u>			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>		<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

2. Preference Shares

Stock code :	N/A	Description :	N/A
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code :	N/A	Description :	N/A
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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\$) :

HK\$380,000.00

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	984,894,948	N/A	N/A	N/A
Increase/ (decrease) during the month	N/A	N/A	N/A	N/A
Balance at close of the month	984,894,948	N/A	N/A	N/A

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		
<u>1. Share Option Scheme adopted on (19/02/2016)</u>						
<u>Ordinary shares</u>	Nil	Nil	Nil	Nil	Nil	3,132,500 (Remark 1 - 11)
<i>(Note 1)</i>						
<u>2. N/A</u>						
<i>(Note 1)</i>						
<u>3. N/A</u>						
<u>(/ /)</u>						
<u>shares</u>						
<i>(Note 1)</i>						
	Total A. (Ordinary shares)				N/A	
	(Preference shares)				N/A	
	(Other class)				N/A	
Total funds raised during the month from exercise of options (HK\$)	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 (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 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 (/ /) shares (Note 1)		
2. N/A (/ /) shares (Note 1)		
3. N/A (/ /) shares (Note 1)		
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>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
2. Open offer	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
3. Placing	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
4. Bonus issue			Class of shares _____ issuable (<i>Note 1</i>) 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 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>) Issue and allotment date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	N/A	N/A
6.	Repurchase of shares		Class of shares _____ repurchased (<i>Note 1</i>) Cancellation date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	N/A	N/A
7.	Redemption of shares		Class of shares _____ redeemed (<i>Note 1</i>) Redemption date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	N/A	N/A
8.	Consideration issue	At price : State currency _____	Class of shares _____ issuable (<i>Note 1</i>) 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 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) _____		
		Issue and allotment date : (dd/mm/yyyy) (/ /)		
		EGM approval date: (dd/mm/yyyy) (/ /)		
			N/A	N/A
10. Other (Please specify)	At price :	State currency _____		
		Class of shares issuable (Note 1) _____		
		Issue and allotment date : (dd/mm/yyyy) (/ /)		
		EGM approval date: (dd/mm/yyyy) (/ /)		
			N/A	N/A
		Total E. (Ordinary shares)	N/A	
		(Preference shares)	N/A	
		(Other class)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
	(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>		

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):

1. Pursuant to the announcement of the Company dated 26 September 2016, 7,890,000 share options were granted on 26 September 2016 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity period as follows:

- i. 540,000 share options being exercisable in four equal tranches from 1 January 2017 to 31 December 2020; and
- ii. 7,350,000 share options being exercisable in ten equal tranches from 1 January 2017 to 31 December 2026.

2. Pursuant to the announcement of the Company dated 18 September 2017, 2,595,000 share options were granted on 18 September 2017 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity period as follows:

- i. 735,000 share options being exercisable in one tranche from 1 January 2027 to 17 September 2027; and
- ii. 1,860,000 share options being exercisable in four equal tranches from 1 January 2018 to 31 December 2021.

3. Pursuant to the announcement of the Company dated 5 December 2017, 300,000 share options were granted on 5 December 2017 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity period as follows:

- i. 100,000 share options being exercisable from 1 April 2018 to 4 December 2027;
- ii. 100,000 share options being exercisable from 1 April 2019 to 4 December 2027; and
- iii. 100,000 share options being exercisable from 1 April 2020 to 4 December 2027.

4. Pursuant to the announcement of the Company dated 11 April 2018, 200,000 share options were granted on 11 April 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 50,000 share options being exercisable from 2 January 2019 to 31 December 2022;
- ii. 50,000 share options being exercisable from 2 January 2020 to 31 December 2022;
- iii. 50,000 share options being exercisable from 2 January 2021 to 31 December 2022; and
- iv. 50,000 share options being exercisable from 2 January 2022 to 31 December 2022

5. Pursuant to the announcement of the Company dated 17 April 2018, 60,000 share options were granted on 17 April 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 20,000 share options being exercisable from 2 January 2019 to 31 December 2021;
- ii 20,000 share options being exercisable from 2 January 2020 to 31 December 2021;and
- iii 20,000 share options being exercisable from 4 January 2021 to 31 December 2021

6. Pursuant to the announcement of the Company dated 24 May 2018, 1,000,000 share options were granted on 24 May 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 100,000 share options being exercisable from 3 July 2018 to 23 May 2028;
- ii. 200,000 share options being exercisable from 2 January 2019 to 23 May 2028;
- iii. 300,000 share options being exercisable from 2 January 2020 to 23 May 2028; and
- iv. 400,000 share options being exercisable from 4 January 2021 to 23 May 2028

7. Pursuant to the announcement of the Company dated 10 July 2018, 100,000 share options were granted on 10 July 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 20,000 share options being exercisable from 2 January 2019 to 31 December 2023;
- ii. 20,000 share options being exercisable from 2 January 2020 to 31 December 2023;

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- iii. 20,000 share options being exercisable from 4 January 2021 to 31 December 2023;
 - iv. 20,000 share options being exercisable from 3 January 2022 to 31 December 2023; and
 - v. 20,000 share options being exercisable from 2 January 2023 to 31 December 2023;
8. Pursuant to the announcement of the Company dated 21 August 2018, 800,000 share options were granted on 21 August 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
- i. 275,000 share options being exercisable from 2 January 2019 to 20 August 2028;
 - ii. 275,000 share options being exercisable from 2 January 2020 to 20 August 2028;
 - iii. 125,000 share options being exercisable from 4 January 2021 to 20 August 2028;
 - iv. 125,000 share options being exercisable from 3 January 2022 to 20 August 2028;
9. Pursuant to the announcement of the Company dated 7 September 2018, 100,000 share options were granted on 7 September 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
- i. 25,000 share options being exercisable from 2 January 2019 to 6 September 2028;
 - ii. 25,000 share options being exercisable from 2 January 2020 to 6 September 2028;
 - iii. 25,000 share options being exercisable from 4 January 2021 to 6 September 2028;
 - iv. 25,000 share options being exercisable from 3 January 2022 to 6 September 2028;
10. Pursuant to the announcement of the Company dated 2 October 2018, 1,575,000 share options were granted on 2 October 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
- i. 210,000 share options being exercisable from 2 January 2019 to 1 October 2028;
 - ii. 210,000 share options being exercisable from 2 January 2020 to 1 October 2028;
 - iii. 210,000 share options being exercisable from 4 January 2021 to 1 October 2028;
 - iv. 210,000 share options being exercisable from 3 January 2022 to 1 October 2028;
 - v. 735,000 share options being exercisable from 3 January 2028 to 1 October 2028;
11. Pursuant to the announcement of the Company dated 28 November 2018, 1,620,000 share options were granted on 28 November 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
- i. 30,000 share options being exercisable from 2 January 2019 to 27 November 2028;
 - ii. 130,000 share options being exercisable from 2 January 2020 to 27 November 2028;
 - iii. 230,000 share options being exercisable from 4 January 2021 to 27 November 2028;
 - iv. 430,000 share options being exercisable from 3 January 2022 to 27 November 2028;
 - v. 400,000 share options being exercisable from 2 January 2023 to 27 November 2028;
 - vi. 300,000 share options being exercisable from 2 January 2024 to 27 November 2028;
 - vii. 100,000 share options being exercisable from 2 January 2025 to 27 November 2028;
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Submitted by: Siu Chun Pong Raymond

Title: 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.*