

**Monthly Return of Equity Issuer on Movements in Securities**

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

31/05/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

FDG Electric Vehicles Limited 五龍電動車(集團)有限公司

Date Submitted

05/06/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :	<u>729</u>	Description :	<u>Ordinary Shares</u>
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>50,000,000,000</u>	<u>0.01</u>	<u>500,000,000</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>50,000,000,000</u>	<u>0.01</u>	<u>500,000,000</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>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>		<u>N/A</u>
Balance at close of the month	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>





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 of close of the month
1. N/A	N/A	N/A	N/A	N/A	N/A	N/A
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
2. N/A	N/A	N/A	N/A	N/A	N/A	N/A
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
3. N/A	N/A	N/A	N/A	N/A	N/A	N/A
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
4. N/A	N/A	N/A	N/A	N/A	N/A	N/A
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
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. Convertible Bonds due 2018	HK\$	129,378,304.80	NIL	129,378,304.80	NIL	258,756,609
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.50 per share					
SGM approval date (if applicable) (dd/mm/yyyy)	(29/12/2014)					
2. Convertible Bonds due 2021	HK\$	275,000,000	NIL	275,000,000	NIL	550,000,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.50 per share					
AGM approval date (if applicable) (dd/mm/yyyy)	(28/08/2015)					
3. N/A	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	N/A					
Subscription price	N/A					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4. N/A	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	N/A					
Subscription price	N/A					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
Total C. (Ordinary shares)					NIL	
(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
<p>1. On 28 April 2017, a subscription agreement was entered into between the Company and IoT United Systems Limited in relation to the subscription of 1,500,000,000 subscription shares at a price of HK\$0.33 per share. The subscription shares will be issued under the general mandate which was granted to the directors pursuant to an ordinary resolution of the Company passed at its annual general meeting held on 26 August 2016 to issue and allot up to 4,478,872,621 new shares. For details, please refer to the Company's announcement dated 28 April 2017.</p> <p style="text-align: right;">( / / ) shares (Note 1)</p>	N/A	1,500,000,000
<p>2. N/A</p> <p style="text-align: right;">( / / ) shares (Note 1)</p>	N/A	N/A
<p>3. N/A</p> <p style="text-align: right;">( / / ) shares (Note 1)</p>	N/A	N/A
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 <u>N/A</u>	Class of shares issuable ( <i>Note 1</i> ) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		<u>N/A</u>	<u>N/A</u>
2.	Open offer	At price :	State currency <u>N/A</u>	Class of shares issuable ( <i>Note 1</i> ) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		<u>N/A</u>	<u>N/A</u>
3.	Placing	At price :	State currency <u>N/A</u>	Class of shares issuable ( <i>Note 1</i> ) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		<u>N/A</u>	<u>N/A</u>
4.	Bonus issue			Class of shares issuable ( <i>Note 1</i> ) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) 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	
5.	Scrip dividend	At price :	State currency <u>N/A</u>	Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
6.	Repurchase of shares			Class of shares repurchased (Note 1) <u>N/A</u> Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
7.	Redemption of shares			Class of shares redeemed (Note 1) <u>N/A</u> Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
8.	Consideration issue	At price :	State currency <u>N/A</u>	Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) 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 (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
10. Other (Please specify)	At price :	State currency <u>N/A</u>	Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) ( / / ) AGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
				Total E. (Ordinary shares) <u>N/A</u>	
				(Preference shares) <u>N/A</u>	
				(Other class) <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>		

Remarks (if any):

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Submitted by: Jaime Che

Title: Director  
(Director, Secretary or other duly authorised officer)

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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.*