

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/y | yyy): <u>31/12/2017</u> | | | | | | | |
|--|---|----------------------------------|---|--|--|--|--|--|
| To : Hong Kong Exchanges and Clearing Limited | | | | | | | | |
| Name of Issuer Goldway Education Group Limited | | | | | | | | |
| Date Submitted 02/0 | 01/2018 | | | | | | | |
| I. Movements in Authorised Share | . Movements in Authorised Share Capital | | | | | | | |
| 1. Ordinary Shares | | | | | | | | |
| (1) Stock code : <u>8160</u> Des | scription : Ordinary | Shares | | | | | | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) | | | | | |
| Balance at close of preceding mo | onth 2,000,000,000 | 0.01 | 20,000,000.00 | | | | | |
| Increase/(decrease) | NIL | | NIL | | | | | |
| Balance at close of the month | 2,000,000,000 | 0.01 | 20,000,000.00 | | | | | |
| (2) Stock code : N/A Des | scription : N/A | | | | | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | | | | |
| Balance at close of preceding mo | onthNIL | N/A | NIL | | | | | |
| Increase/(decrease) | NIL | | NIL | | | | | |
| Balance at close of the month | NIL | N/A | <u>NIL</u> | | | | | |

| 2. Preference Shares | | | |
|--|--------------------------------|----------------------------------|---------------|
| Stock code : <u>N/A</u> Descript | tion : <u>N/A</u> | | |
| | No. of preference shares | Par value (State currency) | capital |
| Balance at close of preceding month_ | NIL | N/A | NIL |
| Increase/(decrease) | NIL | | NIL |
| Balance at close of the month _ | NIL | N/A | NIL |
| 3. Other Classes of Shares | | | |
| Stock code : N/A Descript | tion : N/A | | |
| | No. of other classes of shares | Par value (State currency) | capital |
| Balance at close of preceding month_ | NIL | N/A | NIL |
| Increase/(decrease) | NIL | | NIL |
| Balance at close of the month _ | NIL | N/A | NIL |
| Total authorised share capital at the en (HK\$): | nd of the month | | 20,000,000.00 |

II. Movements in Issued Share Capital

| | No. of ordin | ary shares | No of preference | No. of other |
|---------------------------------------|--------------|------------|------------------|-------------------|
| | (1) | (2) | shares | classes of shares |
| Balance at close of preceding month | 522,500,000 | NIL | NIL | NIL |
| Increase/ (decrease) during the month | NIL | NIL | NIL | NIL |
| Balance at close of the month | 522,500,000 | NIL | NIL | <u>NIL</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share 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 issued pursuant thereto thereto as at close of including EGM Movement during the month the month approval date (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed N/A shares (Note 1) 2. N/A shares (Note 1) 3. N/A shares (Note 1) Total A. (Ordinary shares) NIL (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) NIL

| Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A | 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 |
|---|---------------------------------|--|----------------------------------|--|---|---|
| | | | | | | |
| (/ /) 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) | |) | - - | | | |
| Subscription price EGM approval date (if applicable) | | | _ | | | |
| (dd/mm/yyyy) | (/ / |) Total | (Preferen | ary shares) ace shares) other class) | NIL N/A N/A | - - - |

| Convertibles (i.e. Convertible | e into Shares of th | ne Issuer whic | ch are to be Liste | ed) | No. of new shares of issuer issued during the month | No. of new shares of issuer which may be issued pursuant |
|---|---------------------|------------------------------|----------------------|------------------------|--|---|
| | Currency of amount | Amount at close of preceding | Converted during the | Amount at close of the | pursuant thereto | thereto as at close of the month |
| Class and description | outstanding | month | month | month | | |
| 1. N/A | <u>—</u> | | | | | |
| | <u> </u> | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy)) | (/ /) | | | | | |
| 2. N/A | (, , , | | | | | |
| | <u> </u> | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| 3. N/A | | | | | | |
| - | _ | | | | | |
| <u>-</u> | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | (| | | | | |
| (dd/mm/yyyy) 4. N/A | (/ /) | | | | | |
| -T. 14//\ | <u> </u> | | | | | |
| | _ | | | | | |
| - | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | | - | Total C. (Ordina | | NIL | <u>-</u> |
| | | | | ce shares) | N/A | _ |
| | | | (O | ther 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) No. of new shares No. of new shares of of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of Full particulars including EGM approval date (dd/mm/yyyy), the month if applicable, and class of shares issuable: 1. N/A shares (Note 1) 2. N/A shares (Note 1) 3. N/A shares (Note 1) Total D. (Ordinary shares) NIL (Preference shares) N/A (Other class) N/A Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issuer which may be issued during the issued pursuant month pursuant thereto as at thereto close of the month Type of Issue Class of shares ___ issuable (Note 1) At price : State (/ /) Issue and allotment 1. Rights issue currency date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A

of

issuable (Note 1)

Issue and allotment

date: (dd/mm/yyyy)

EGM approval date: (dd/mm/yyyy)

shares _

(/ /)

N/A

N/A

Class

State

currency

At price:

2. Open offer

| | 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 |
|----|----------------------|------------------------------|---|-------|---|---|---|
| | - / | | Class of shares | | | | |
| | | Chata | issuable (Note 1) | (/ / | ١ | | |
| 3. | Placing | At price : State currency | Issue and allotment date: (dd/mm/yyyy) | (| , | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N1/A | NI/A |
| | | | | | | N/A | N/A |
| | | | Class of shares issuable (Note 1) | | | | |
| 4. | Bonus issue | | Issue and allotment date: (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | <u> </u> | N/A |
| | | | 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) | (/ / |) | | |
| | | | (447 | | | N/A | N/A |
| | | | Class of shares repurchased (Note 1) | | | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | (dd/iiiii/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 |
|-----|-----------------------------|------------------------------|---|----------------------|---|---|---|
| | | | Class of shares | | | | |
| | | | redeemed (Note 1) | | | | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | <u> 19/74</u> | |
| | | | 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) | (/ / |) | N1/A | N1/A |
| | | | | | | N/A | N/A |
| | | | Class of shares issuable (Note 1) | | | | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N 1/A | 21/2 |
| | | | | | | <u>N/A</u> | N/A |
| | | | Class of shares issuable (Note 1) | | | | |
| 10. | . Other (Please specify) | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | dinary sh | | | _ |
| | | | (Prefe | erence sh Other (| | | <u>-</u> - |

| Total increase / (d | ecrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | NIL |
|---------------------|--|------------|-------------|
| | | (2) | N/A |
| Total increase / (d | ecrease) in preference shares during the month (i.e. Total of A to E): | | N/A |
| Total increase / (d | ecrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| (These figures sh | ould be the same as the relevant figures under II above ("Movements in Is | sued Share | Capital").) |
| Remarks (if any |): | | |
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| | | | |
| | | | |
| | | | |
| Submitted by: | TSANG HIU SAN | | |
| Title: | COMPANY SECRETARY | | |
| | (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.