

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

For the month ended (dd/mm/yyyy) : 31/10/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Goldway Education Group Limited

Date Submitted 02/11/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 8160 Description : Ordinary Shares

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>2,000,000,000</u>	<u>0.01</u>	<u>20,000,000.00</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>2,000,000,000</u>	<u>0.01</u>	<u>20,000,000.00</u>

(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	<u>NIL</u>	<u>N/A</u>	<u>NIL</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>NIL</u>	<u>N/A</u>	<u>NIL</u>

## 2. Preference Shares

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

## 3. Other Classes of Shares

Stock code : <u>  N/A  </u> Description : <u>  N/A  </u>			
	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	<u>  NIL  </u>	<u>  N/A  </u>	<u>  NIL  </u>
Increase/(decrease)	<u>  NIL  </u>		<u>  NIL  </u>
Balance at close of the month	<u>  NIL  </u>	<u>  N/A  </u>	<u>  NIL  </u>

Total authorised share capital at the end of the month  
(*HK\$*) :

20,000,000.00

## 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	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	NIL

## 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. 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		

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) _____ NIL (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) _____ 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
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

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) _____		
	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 (Note 1) _____		
	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
3. Placing	At price : State currency _____	Class of shares _____ issuable (Note 1) Issue and allotment date : ( dd / mm / yyyy ) EGM approval date: ( dd / mm / yyyy ) ( dd / mm / yyyy )	<u>      N/A      </u>	<u>      N/A      </u>
4. Bonus issue		Class of shares _____ issuable (Note 1) Issue and allotment date : ( dd / mm / yyyy ) EGM approval date: ( dd / mm / yyyy ) ( dd / mm / yyyy )	<u>      N/A      </u>	<u>      N/A      </u>
5. Scrip dividend	At price : State currency _____	Class of shares _____ issuable (Note 1) Issue and allotment date : ( dd / mm / yyyy ) EGM approval date: ( dd / mm / yyyy ) ( dd / mm / yyyy )	<u>      N/A      </u>	<u>      N/A      </u>
6. Repurchase of shares		Class of shares _____ repurchased (Note 1) Cancellation date : ( dd / mm / yyyy ) ( dd / mm / yyyy ) EGM approval date: ( dd / mm / yyyy ) ( 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
7. Redemption of shares				
		Class of shares _____ redeemed ( <i>Note 1</i> )		
		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 _____	Class of shares _____ issuable ( <i>Note 1</i> )		
		Issue and allotment date : ( / / ) (dd/mm/yyyy)		
		EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
9. Capital reorganisation		Class of shares _____ issuable ( <i>Note 1</i> )		
		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 _____	Class of shares _____ issuable ( <i>Note 1</i> )		
		Issue and allotment date : ( / / ) (dd/mm/yyyy)		
		EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
			Total E. (Ordinary shares)	<u>NIL</u>
			(Preference shares)	<u>N/A</u>
			(Other class)	<u>N/A</u>

