



香港交易所

Monthly Return of Equity Issuer on Movements in Securities**For the month ended (dd/mm/yyyy) :** 31/10/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Comtec Solar Systems Group Limited (the “Company”)Date Submitted 1 Nov 2016**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 712 Description : Ordinary Shares

| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | <u>7,600,000,000</u> | <u>0.001</u> | <u>7,600,000</u> |
| Increase/(decrease) | <u>NIL</u> | | <u>NIL</u> |
| Balance at close of the month | <u>7,600,000,000</u> | <u>0.001</u> | <u>7,600,000</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>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u></u> | | <u></u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</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>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u> </u> | | <u> </u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</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>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u> </u> | | <u> </u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

Total authorised share capital at the end of the month (HK\$) : 7,600,000

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 | 1,546,513,056 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | - | N/A | N/A | N/A |
| Balance at close of the month | 1,546,513,056 | 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 | | |
| 1.Share Option Scheme adopted on 02/10/2009 Date of grant: 24/05/2010 Exercise price: HK\$1.49 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 2,240,000 |
| (Note 1) | | | | | | |
| 2. Pre-IPO Share Option Scheme adopted on 02/06/2008 Date of grant: 03/08/2009 & 02/10/2009 Exercise price: HK\$2.51 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 512,020 |
| (Note 1) | | | | | | |
| 3. Share Option Scheme adopted on 02/10/2009 Date of grant: 28/06/2012 Exercise price: HK\$0.98 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 8,784,000 |
| (Note 1) | | | | | | |

| 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 | | |
| 4. Share Option Scheme adopted on 02/10/2009 Date of grant: 27/12/2012 Exercise price: HK\$1.262 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 7,538,000 |
| (Note 1) | | | | | | |
| 5. Share Option Scheme adopted on 02/10/2009 Date of grant: 30/09/2013 Exercise price: HK\$1.87 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 4,020,000 |
| (Note 1) | | | | | | |
| 6. Share Option Scheme adopted on 02/10/2009 Date of grant: 31/03/2014 Exercise price: HK\$1.386 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 35,650,000 |
| (Note 1) | | | | | | |
| 7. Share Option Scheme adopted on 02/10/2009 Date of grant: 11/05/2015 Exercise price: HK\$1.39 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 59,800,000 |
| (Note 1) | | | | | | |
| 8. Share Option Scheme adopted on 02/10/2009 Date of grant: 26/06/2015 Exercise price: HK\$1.50 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 20,000,000 |
| (Note 1) | | | | | | |

| 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 | | |
| 9. Share Option Scheme adopted on 02/10/2009 Date of grant: 25/11/2015 Exercise price: HK\$0.736 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 51,625,000 |
| (Note 1) | | | | | | |
| 10. Share Option Scheme adopted on 02/10/2009 Date of grant: 09/09/2016 Exercise price: HK\$0.56 | | | | | | |
| Ordinary shares | 0 | 0 | 0 | 0 | 0 | 44,500,000 |
| (Note 1) | | | | | | |
| | | | | Total A. (Ordinary shares) | 0 | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | | - | |

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 (<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 B. | | | | | | (Ordinary shares) 0 |
| | | | | | | (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) 0 | | | |
| | | | (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. _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| 2. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| 3. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| 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 _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | 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 _____ | _____ |
| 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) | (/ /) (/ /) | N/A _____ | _____ |
| 4. Bonus issue | | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | N/A _____ | _____ |

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

For Main Board and GEM listed issuers

| | | 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 |
|----------------------------|---|--|---|
| Type of Issue | | | |
| 9. Capital reorganisation | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | N/A | |
| 10. Other (Please specify) | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | 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> | | |

Remarks (if any):

Submitted by: Chau Kwok Keung

Title: Director
(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.*