



香港交易所

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

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

**31/10/2018**

To : Hong Kong Exchanges and Clearing Limited

|                |                              |
|----------------|------------------------------|
| Name of Issuer | Wheelock and Company Limited |
|----------------|------------------------------|

Date Submitted 5th November, 2018

## I. Movements in Authorised Share Capital

## 1. Ordinary Shares

|                        |               |     |
|------------------------|---------------|-----|
| (1) Stock code : 00020 | Description : | N/A |
|------------------------|---------------|-----|

| No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
|------------------------|----------------------------------------|-------------------------------------------------------|
|------------------------|----------------------------------------|-------------------------------------------------------|

|                                     |  |
|-------------------------------------|--|
| Balance at close of preceding month |  |
|-------------------------------------|--|

Increase/(decrease)

|                               |  |
|-------------------------------|--|
| Balance at close of the month |  |
|-------------------------------|--|

(2) Stock code : N/A Description :

| No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
|------------------------|----------------------------------------|-------------------------------------------------------|
|------------------------|----------------------------------------|-------------------------------------------------------|

|                                     |  |  |  |
|-------------------------------------|--|--|--|
| Balance at close of preceding month |  |  |  |
|-------------------------------------|--|--|--|

Increase/(decrease)

|                               |  |
|-------------------------------|--|
| Balance at close of the month |  |
|-------------------------------|--|

## 2. Preference Shares

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

## 3. Other Classes of Shares

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

Total authorised share capital at the end of the month (*State currency*) :

N/A

## II. Movements in Issued Share Capital

|                                          | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other<br>classes of shares |
|------------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of<br>preceding month   | 2,047,349,287                 | N/A | N/A                        | N/A                               |
| Increase/ (decrease)<br>during the month | Nil                           | N/A | N/A                        | N/A                               |
| Balance at close of<br>the month         | 2,047,349,287                 | 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<br>share option<br>scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |           |           |        | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|-------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|--------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
|                                                                                                                               | Granted                   | Exercised | Cancelled | Lapsed |                                                                               |                                                                                                       |
| 1. Share<br>Option Scheme<br>adopted on<br>09/06/2011<br>(Exercise price:<br>HK\$36.60 per<br>share)                          |                           |           |           |        |                                                                               |                                                                                                       |
| Ordinary shares<br>(Note 1)                                                                                                   | Nil                       | Nil       | Nil       | Nil    | Nil                                                                           | 4,500,000                                                                                             |
| 2. N/A                                                                                                                        |                           |           |           |        |                                                                               |                                                                                                       |
| ( / / )<br>shares<br>(Note 1)                                                                                                 |                           |           |           |        |                                                                               |                                                                                                       |
| 3. N/A                                                                                                                        |                           |           |           |        |                                                                               |                                                                                                       |
| ( / / )<br>shares<br>(Note 1)                                                                                                 |                           |           |           |        |                                                                               |                                                                                                       |
| Total A. (Ordinary shares)                                                                                                    |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Preference shares)                                                                                                           |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Other class)                                                                                                                 |                           |           |           |        | N/A                                                                           |                                                                                                       |
| Total funds raised during the month from exercise<br>of options (State currency)                                              |                           |           |           |        | N/A                                                                           |                                                                                                       |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                                                                                                                                            | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|----------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| 1. N/A                                                                                                                                                                                              |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 2. N/A                                                                                                                                                                                              |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 3. N/A                                                                                                                                                                                              |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 4. N/A                                                                                                                                                                                              |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| Total B. (Ordinary shares) _____ N/A<br>(Preference shares) _____ N/A<br>(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)                     |                                |                                    |                            |                              | 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<br><br><br><br>( / / )<br>shares (Note 1)                                                        |                                                                      |                                                                                           |
| 2. N/A<br><br><br><br>( / / )<br>shares (Note 1)                                                        |                                                                      |                                                                                           |
| 3. N/A<br><br><br><br>( / / )<br>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 | <u>N/A</u> | Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <br><br>                                                                                  |
| 2. Open offer   | At price : | State currency | <u>N/A</u> | Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <br><br>                                                                                  |
| 3. Placing      | At price : | State currency | <u>N/A</u> | Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <br><br>                                                                                  |
| 4. Bonus issue  |            |                | <u>N/A</u> | Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <br><br>                                                                                  |

| 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) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____                                                                | _____                                                                                     |
| 6.            | Repurchase of shares |            | <u>N/A</u>                | Class of shares repurchased (Note 1) _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | _____                                                                | _____                                                                                     |
| 7.            | Redemption of shares |            | <u>N/A</u>                | Class of shares redeemed (Note 1) _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | _____                                                                | _____                                                                                     |
| 8.            | Consideration issue  | At price : | State currency <u>N/A</u> | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____                                                                | _____                                                                                     |

|                               |            |                   |                                            | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-------------------------------|------------|-------------------|--------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue                 |            |                   |                                            |                                                                                           |                                                                                                                   |
| 9. Capital<br>reorganisation  |            |                   | Class of shares _____<br>issuable (Note 1) | Issue and allotment<br>date : (dd/mm/yyyy)                                                |                                                                                                                   |
|                               |            |                   |                                            |                                                                                           |                                                                                                                   |
|                               |            |                   |                                            | EGM approval date: (dd/mm/yyyy)                                                           |                                                                                                                   |
| 10. Other<br>(Please specify) | At price : | State<br>currency | Class of shares _____<br>issuable (Note 1) | Issue and allotment<br>date : (dd/mm/yyyy)                                                |                                                                                                                   |
|                               |            |                   |                                            |                                                                                           |                                                                                                                   |
|                               |            |                   |                                            | EGM approval date: (dd/mm/yyyy)                                                           |                                                                                                                   |
|                               |            |                   |                                            | Total E. (Ordinary<br>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) | Nil |
|                                                                                                                  | (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 |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |     |

Remarks (if any):

[illegible]

Submitted by: Wilson W. S. Chan

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.*