日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

30/09/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Top Education Group Ltd
Date Submitted	2 October 2018

I. Movements in Authorised Share Capital

1. Ordinary Shares	

(1) Stock code : <u>1752</u> Descrip	otion :	shares		
	No. of ordinary shares	Par value (State currency)	capital	
Balance at close of preceding month	N/A	N/A	N/A	
Increase/(decrease)	N/A	-	N/A	
Balance at close of the month	N/A	<u>N/A</u>	N/A	
(2) Stock code : <u>N/A</u> Descrip	otion :			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month				
Increase/(decrease)		-		
Balance at close of the month				

2. Preference Shares

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

3. Other Classes of Shares

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

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

N/A

II. Movements in Issued Share Capital

	No. of ordina	ary shares	No. of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	2,588,548,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	<u> </u>	N/A	N/A	N/A		
Balance at close of the month	2,588,548,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of th	e Issuer)			
Particulars of share option scheme			of issuer issued during the month	No. of new shares of issuer which may be issued pursuant
including EGM Movement during	the month		pursuant thereto	thereto as at close of
approval date (dd/mm/yyyy) and				the month
class of shares				
	ancelled	Lapsed		
1. Share Option				
Scheme				
(approved on				
18/04/2018) #				
Ordinary shares Nil Nil	Nil	Nil	Nil	Nil
(Note 1)				
2. N/A				
shares				
(Note 1)				
Tota	al A. (Ordina	arv shares)	Nil	
		nce shares)	N/A	
	•) () () () () () () () () () () () () () (N/A	
Total funds raised during the month from exercise of options (State currency)		Nil		

[#] As at the date hereof, 25,781,938 share options to subscribe for a total of 25,781,938 ordinary shares are not vested. For additional information related to the Company's Share Option Scheme, please refer to the Company's prospectus dated 27/4/18 and announcement on 18/7/18.

Warrants to Issue Shares of the	e Issuer which	are to be Lis	sted			
Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of nominal value	Nominal val at close o preceding month	f Exerci	the at close	of the thereto	f shares of issuer which may be e issued pursuant
(/ /) 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						
iccuchla (Nata 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A		/				
(/ /) Stock code (if listed)						
Class of shares						
EGM approval date (if applicable)						
	(/ /)				
4. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
EGM approval date (if applicable)						
	(/ /)				
					\ -	
		Т		Ordinary share eference share		
			(116	Other clas		
				()	/	

Convertibles (i.e. Convertible	into Shares of th	ne Issuer whi	ich are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted	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 (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /)					
2. N/A	(, ,)					
<u>2. N/A</u>	_					
	_					
	_					
Stock code (if listed)			<u> </u>			
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)						
	(/ /)					
<u>4.</u> N/A	—					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
	(, ,)		Total C. (Ordina	arv shares)	N/A	
				ce shares)		-
				ther class)		-
			(-	,		

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	I particulars including EGM approval date (dd/mm/yyyy), oplicable, and class of shares issuable: Pre-IPO Performance Rights Plan adopted on 8 June 2017	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
-	and grant of rights on 10 June 2017 (described in the prospectus of the Company dated 27 April 2018)		
-	prospectos of the Company dated 27 April 2018)		
-			
-	(08 / 06 / 2017) Ordinary shares (Note 1)	Nil	Nil
-			
2.	Pre-IPO Performance Rights Plan adopted on 8 June 2017		
-	and grant of rights on 20 April 2018 (described in the prospectus of the Company dated 27 April 2018)		
-	(08 / 06 / 2017) Ordinary shares (Note 1)	Nil	Nil
-			
3.	N/A		
-			
-	(/ /) shares (Note 1)		
-			
	Total D. (Ordinary shares) (Preference shares)	Nil	
-	(Other class)	N/A N/A	
	()		

Otl	ner Movements	in Issued Sha	are Capital					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 <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	/	/)	N/A	
4.	Bonus issue			Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	/)	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
5.	Scrip dividend	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)	(/ /		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 (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	·)	N/A	
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))	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
9.	Capital reorganisation			Class of shares issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	
10.	Other	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	
	Total E. (Ordinary shares) (Preference shares) (Other class)				es) 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):

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.