



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Frontier Services Group Limited (Incorporated in Bermuda with limited liability)

Date Submitted: 01 February 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00500	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	6,000,000,000	HKD	0.1	HKD	600,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	6,000,000,000	HKD	0.1	HKD	600,000,000	

Total authorised/registered share capital at the end of the month: HKD 600,000,000

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00500	Description				
Balance at close of preceding month			2,403,385,881			
Increase / decrease (-)						
Balance at close of the month			2,403,385,881			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares issuable	Ordinary shares	Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00500					
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
1). Share Options Scheme	23,400,000			23,400,000		0	0
General Meeting approval date (if applicable)		28 March 2012					
2). Share Scheme	0			0		0	24,033,858
General Meeting approval date (if applicable)		28 June 2023					

Total A (Ordinary shares): _____

Total funds raised during the month from exercise of options: HKD _____ 0

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Class of shares issuable	Ordinary shares	Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00500				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). Preference Shares issued by DVN (Group) Limited, a wholly-owned subsidiary of the Company on 31 March 1999	HKD	116,250,000		116,250,000	0	34,191,176
Type of convertibles	Preference Shares					
Stock code of the Convertibles (if listed on SEHK) (Note 1)						
Subscription/Conversion price	HKD	3.4				
General Meeting approval date (if applicable)						

Total C (Ordinary shares): _____ 0

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Class of shares issuable	Ordinary shares	Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00500				
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	On 23 September 2021 (after trading hours), the Company, the Purchaser and the Vendors entered into the Acquisition Agreement under which the Purchaser has conditionally agreed to acquire from the Vendors the entire issued share capital of the Target Company at the initial consideration of HK\$200,000,000 to be satisfied in cash and the maximum deferred consideration of HK\$300,000,000 to be satisfied by the issue of Consideration Shares. The maximum 230,769,228 Consideration Shares represent approximately 9.84% of the issued Shares as at the date of the announcement and approximately 8.96% of the issued Shares as enlarged by the					

<p>allotment and issue of the Consideration Shares. The issue price of the Consideration Shares is HK\$1.30 per Share. The Consideration Shares will be allotted and issued under the General Mandate. For details, please refer to the announcement of the Company dated 23 September 2021.</p>			
<p>2). On 23 September 2021 (after trading hours), the Company entered into the Subscription Agreements with each of the Subscribers respectively, under which the Company has conditionally agreed to issue, and the Subscribers have conditionally agreed to subscribe for, the Convertible Bonds with an aggregate principal amount of HK\$210 million, which may be converted into 210,000,000 Conversion Shares based on the initial Conversion Price of HK\$1.00 per Conversion Share upon full conversion. The 210,000,000 Conversion Shares represent approximately 8.96% of the issued Shares as at the date of the announcement and approximately 8.22% of the issued Shares as enlarged by the allotment and issue of the Conversion Shares immediately after full conversion of the Convertible Bonds at the initial Conversion Price, assuming that there are no other changes to the issued share capital of the Company. The Conversion Shares will be allotted and issued under the General Mandate. For details, please refer to the announcement of the Company dated 23 September 2021.</p>			

Total D (Ordinary shares): _____

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____	0
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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Not applicable

Submitted by: Chan Kam Kwan, Jason

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - "class of shares issuable" should be construed as "class of shares repurchased"; and
 - "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and

- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “class of shares issuable” should be construed as “class of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”