香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer UPBEST GROUP LIMITED

Date Submitted 3rd June 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 0335 Description : Ordinary Shares

	No. of ordinary shares	Par value *(HKD)*	Authorised share capital *(HKD)*
Balance at close of preceding month	3,000,000,000	0.01	30,000,000.00
Increase/(decrease)	Nil		Nil
Balance at close of the month	3,000,000,000	0.01	30,000,000.00

(2) Stock code : Description :

	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 : _____ Description : _____

	No. of preference shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code : _____ Description : _____

	No. of other classes of shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month *(HKD)* : **30,000,000.00**

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	**1,341,158,379**	N/A	N/A	N/A
Increase/ (decrease) during the month	**Nil**	N/A	N/A	N/A
Balance at close of the month	**1,341,158,379**	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. (/ /) shares *(Note 1)*					Nil	Nil
2. (/ /) shares *(Note 1)*					Nil	Nil
3. (/ /) shares *(Note 1)*					Nil	Nil
				Total A. (Ordinary shares)	Nil	
				(Preference shares)	Nil	
				(Other class)	Nil	

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. Nil (/ /)					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2. Nil (/ /)					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. Nil (/ /)					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. Nil (/ /)					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					

Total B.	(Ordinary shares)	Nil
	(Preference shares)	Nil
	(Other class)	Nil

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. Nil					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)					
2. Nil					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. Nil					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. Nil					Nil	Nil
Stock code (if listed)	Nil					
Class of shares issuable *(Note 1)*	Nil					
Subscription price	Nil					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
				Total C. (Ordinary shares)	Nil	
				(Preference shares)	Nil	
				(Other class)	Nil	

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. Nil (/ /) shares *(Note 1)*	Nil	Nil
2. Nil (/ /) shares *(Note 1)*	Nil	Nil
3. Nil (/ /) shares *(Note 1)*	Nil	Nil
Total D. (Ordinary shares)	Nil	
(Preference shares)	Nil	
(Other class)	Nil	

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) (/ /)		Nil	Nil
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) (/ /)		Nil	Nil
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) (/ /)		Nil	Nil
4. Bonus issue		Class of shares issuable *(Note 1)* _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		Nil	Nil

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 *(Note 1)*	_____		
			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil
6. Repurchase of shares			Class of shares repurchased *(Note 1)*	_____		
			Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil
7. Redemption of shares			Class of shares redeemed *(Note 1)*	_____		
			Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil
8. Consideration issue	At price :	State currency _____	Class of shares issuable *(Note 1)*	_____		
			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil

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) (/ /)	Nil	Nil
10. Other (Please specify)	At price : State currency _____	Class of shares issuable _____ *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	Nil	Nil
		Total E. (Ordinary shares)	Nil	
		(Preference shares)	Nil	
		(Other class)	Nil	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	Nil
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		Nil
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		Nil

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):

Submitted by: YUE Fu Tak

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.*