



## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Nanjing Panda Electronics Company Limited

Date Submitted 1 March 2018

### I. Movements in Registered Share Capital

#### 1. Ordinary Shares

|                                     |                                                         |                 |                                |
|-------------------------------------|---------------------------------------------------------|-----------------|--------------------------------|
| (1) Stock code : <u>553</u>         | Description : <u>H Shares</u>                           |                 |                                |
|                                     | No. of ordinary shares                                  | Par value (RMB) | Registered share capital (RMB) |
| Balance at close of preceding month | <u>242,000,000</u>                                      | <u>1.00</u>     | <u>242,000,000</u>             |
| Increase/(decrease)                 | <u>0</u>                                                |                 | <u>0</u>                       |
| Balance at close of the month       | <u>242,000,000</u>                                      | <u>1.00</u>     | <u>242,000,000</u>             |
| (2) Stock code : <u>600775</u>      | Description : <u>A Shares (Shanghai Stock Exchange)</u> |                 |                                |
|                                     | No. of ordinary shares                                  | Par value (RMB) | Registered share capital (RMB) |
| Balance at close of preceding month | <u>671,838,529</u>                                      | <u>1.00</u>     | <u>671,838,529</u>             |
| Increase/(decrease)                 | <u>0</u>                                                |                 | <u>0</u>                       |
| Balance at close of the month       | <u>671,838,529</u>                                      | <u>1.00</u>     | <u>671,838,529</u>             |

## 2. Preference Shares

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

## 3. Other Classes of Shares

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

Total registered share capital at the end of the month (RMB): 913,838,529

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares<br>(1)           | No. of ordinary shares<br>(2)           | No of<br>preference<br>shares | No. of<br>other classes<br>of shares |
|---------------------------------------|-----------------------------------------|-----------------------------------------|-------------------------------|--------------------------------------|
| Balance at close of preceding month   | <b>242,000,000</b><br><b>(H Shares)</b> | <b>671,838,529</b><br><b>(A Shares)</b> | <b>N/A</b>                    | <b>N/A</b>                           |
| Increase/ (decrease) during the month | <b>NIL</b>                              | <b>NIL</b>                              | <b>N/A</b>                    | <b>N/A</b>                           |
| Balance at close of the month         | <b>242,000,000</b><br><b>(H Shares)</b> | <b>671,838,529</b><br><b>(A Shares)</b> | <b>N/A</b>                    | <b>N/A</b>                           |

### III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme<br>including EGM approval date<br>(dd/mm/yyyy) and class of shares issuable | Movement during the month |           |           |        | No. of new shares<br>of issuer issued during<br>the month pursuant<br>thereto | No. of new shares<br>of issuer which may<br>be issued pursuant<br>thereto as at close of<br>the month |
|----------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|--------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
|                                                                                                                | Granted                   | Exercised | Cancelled | Lapsed |                                                                               |                                                                                                       |
| <b>1.</b>                                                                                                      |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
| (Note 1)                                                                                                       |                           |           |           |        |                                                                               |                                                                                                       |
| <b>2.</b>                                                                                                      |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
| ( / / )                                                                                                        |                           |           |           |        |                                                                               |                                                                                                       |
| shares                                                                                                         |                           |           |           |        |                                                                               |                                                                                                       |
| (Note 1)                                                                                                       |                           |           |           |        |                                                                               |                                                                                                       |
| <b>3.</b>                                                                                                      |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
|                                                                                                                |                           |           |           |        |                                                                               |                                                                                                       |
| ( / / )                                                                                                        |                           |           |           |        |                                                                               |                                                                                                       |
| shares                                                                                                         |                           |           |           |        |                                                                               |                                                                                                       |
| (Note 1)                                                                                                       |                           |           |           |        |                                                                               |                                                                                                       |
| Total A. (Ordinary shares)                                                                                     |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Preference shares)                                                                                            |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Other class)                                                                                                  |                           |           |           |        | N/A                                                                           |                                                                                                       |
| Total funds raised during the month from exercise 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 of<br>nominal value | Nominal<br>value at close<br>of preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares<br>of issuer which may<br>be issued pursuant<br>thereto as at close of<br>the month |
|----------------------------------------------------------|------------------------------|----------------------------------------------------|----------------------------------|-------------------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| 1.                                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| (   /   /   )                                            |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Stock code (if listed)                                   |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )               |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Subscription price                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | (   /   /   )                |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| 2.                                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| (   /   /   )                                            |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Stock code (if listed)                                   |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )               |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Subscription price                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | (   /   /   )                |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| 3.                                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| (   /   /   )                                            |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Stock code (if listed)                                   |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )               |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Subscription price                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | (   /   /   )                |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| 4.                                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| (   /   /   )                                            |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Stock code (if listed)                                   |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )               |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| Subscription price                                       |                              |                                                    |                                  |                                           |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | (   /   /   )                |                                                    |                                  |                                           |                                                                               |                                                                                                       |
|                                                          |                              |                                                    | Total B. (Ordinary shares)       |                                           | N/A                                                                           |                                                                                                       |
|                                                          |                              |                                                    | (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<br>of amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at close<br>of the month | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares<br>of issuer which may<br>be issued pursuant<br>thereto as at close of<br>the month |
|-------------------------------------------------------|--------------------------------------|------------------------------------------|----------------------------------|---------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| <b>1.</b>                                             |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Stock code (if listed)                                |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )            |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Subscription price                                    |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)) |                                      | ( / / )                                  |                                  |                                 |                                                                               |                                                                                                       |
| <b>2.</b>                                             |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Stock code (if listed)                                |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )            |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Subscription price                                    |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  |                                      | ( / / )                                  |                                  |                                 |                                                                               |                                                                                                       |
| <b>3.</b>                                             |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Stock code (if listed)                                |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )            |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Subscription price                                    |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  |                                      | ( / / )                                  |                                  |                                 |                                                                               |                                                                                                       |
| <b>4.</b>                                             |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
|                                                       |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Stock code (if listed)                                |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Class of shares issuable ( <i>Note 1</i> )            |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| Subscription price                                    |                                      |                                          |                                  |                                 |                                                                               |                                                                                                       |
| EGM approval date<br>(if applicable)<br>(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 |
|-------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| <b>1.</b><br><div></div> <div></div> <div></div> <div></div> <div>(   /   /   )</div> <div>shares (<i>Note 1</i>)</div> |                                                                      |                                                                                           |
| <b>2.</b><br><div></div> <div></div> <div></div> <div></div> <div>(   /   /   )</div> <div>shares (<i>Note 1</i>)</div> |                                                                      |                                                                                           |
| <b>3.</b><br><div></div> <div></div> <div></div> <div></div> <div>(   /   /   )</div> <div>shares (<i>Note 1</i>)</div> |                                                                      |                                                                                           |
| <div>Total D. (Ordinary shares)</div>                                                                                   | N/A                                                                  |                                                                                           |
| <div>(Preference shares)</div>                                                                                          | N/A                                                                  |                                                                                           |
| <div>(Other class)</div>                                                                                                | N/A                                                                  |                                                                                           |

Other Movements in Issued Share Capital

| Type of Issue   |            |                      | No. of new shares of issuer<br>issued during the month<br>pursuant thereto | No. of new shares of issuer<br>which may be issued pursuant<br>thereto as at close of the month |
|-----------------|------------|----------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| 1. Rights 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) ( / / )                                    | _____                                                                                           |
| 2. Open offer   | 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) ( / / )                                    | _____                                                                                           |
| 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) ( / / )                                    | _____                                                                                           |
| 4. Bonus issue  |            |                      | Class of shares issuable ( <i>Note 1</i> ) _____                           |                                                                                                 |
|                 |            |                      | Issue and allotment date: (dd/mm/yyyy) ( / / )                             |                                                                                                 |
|                 |            |                      | EGM approval date: (dd/mm/yyyy) ( / / )                                    | _____                                                                                           |

For Main Board and GEM listed issuers

|                            |                                       | No. of new shares of issuer<br>issued during the month<br>pursuant thereto | No. of new shares of issuer<br>which may be issued pursuant<br>thereto as at close of the month |
|----------------------------|---------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| Type of Issue              |                                       |                                                                            |                                                                                                 |
| 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)    (   /   /   )                           | _____                                                                                           |
| 6. Repurchase<br>of shares |                                       | Class of shares repurchased ( <i>Note 1</i> )    _____                     |                                                                                                 |
|                            |                                       | Cancellation date: (dd/mm/yyyy)    (   /   /   )                           |                                                                                                 |
|                            |                                       | EGM approval date: (dd/mm/yyyy)    (   /   /   )                           | _____                                                                                           |
| 7. Redemption<br>of shares |                                       | Class of shares redeemed ( <i>Note 1</i> )    _____                        |                                                                                                 |
|                            |                                       | Redemption date: (dd/mm/yyyy)    (   /   /   )                             |                                                                                                 |
|                            |                                       | EGM approval date: (dd/mm/yyyy)    (   /   /   )                           | _____                                                                                           |
| 8. Consideration<br>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)    (   /   /   )                           | _____                                                                                           |

# For Main Board and GEM listed issuers

| Type of Issue                  |                                                                                                                                                                          | No. of new shares of issuer<br>issued during the month<br>pursuant thereto | No. of new shares of issuer<br>which may be issued pursuant<br>thereto as at close of the month |
|--------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| 9. Capital reorganisation      | Class of shares issuable ( <i>Note 1</i> )<br><br>Issue and allotment date: (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )                              | <br><br><br>                                                               | <br><br><br>                                                                                    |
| 10. Other:<br>(Please specify) | At price : State currency<br>Class of shares issuable ( <i>Note 1</i> )<br><br>Issue and allotment date: (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <br><br><br>                                                               | <br><br><br>                                                                                    |
|                                | Total E.(Ordinary shares)                                                                                                                                                | <u>N/A</u>                                                                 |                                                                                                 |
|                                | (Preference shares)                                                                                                                                                      | <u>N/A</u>                                                                 |                                                                                                 |
|                                | (Other class)                                                                                                                                                            | <u>N/A</u>                                                                 |                                                                                                 |

|                                                                                                                  |     |            |
|------------------------------------------------------------------------------------------------------------------|-----|------------|
| Total increase / (decrease) in ordinary shares during the month<br>(i.e. Total of A to E):                       | (1) | <u>NIL</u> |
|                                                                                                                  | (2) | <u>NIL</u> |
| Total increase / (decrease) in preference shares during the month<br>(i.e. Total of A to E):                     |     | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month<br>(i.e. Total of A to E):               |     | <u>N/A</u> |
| (These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).) |     |            |

Remarks (if any):

[illegible]

Submitted by: Xu Guofei

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.