HKEX
香港交易所

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 October 2024 Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Midea Group Co., Ltd. (A joint stock company incorporated in the People's Republic of China with limited liability)

Date Submitted: 06 November 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	H	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00300	Description	H Shares			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	650,848,500	RMB	1	RMB	650,848,500
Increase / decrease (-)				RMB	
Balance at close of the month	650,848,500	RMB	1	RMB	650,848,500

2. Class of shares	Ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	000333	Description	A Shares (listed on Shenzhen Stock Exchange)			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	6,998,479,212	RMB	1	RMB	6,998,479,212
Increase / decrease (-)	6,345,371			RMB	6,345,371
Balance at close of the month	7,004,824,583	RMB	1	RMB	7,004,824,583

Total authorised/registered share capital at the end of the month: RMB 7,655,673,083

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	H	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00300	Description	H Shares			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	650,848,500	0	650,848,500
Increase / decrease (-)			
Balance at close of the month	650,848,500	0	650,848,500

2. Class of shares	Ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	000333	Description	A Shares (listed on Shenzhen Stock Exchange)			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	6,970,026,986	28,452,226	6,998,479,212
Increase / decrease (-)	6,345,371		
Balance at close of the month	6,976,372,357	28,452,226	7,004,824,583

Remarks:

As at the close of this month, the number of A Shares in the repurchase securities account (the "Treasury A Shares") of Midea Group Co., Ltd. (the "Company") is 28,452,226. The Treasury A Shares will be used for share incentive plans of the Company. If the Treasury A Shares have not been fully utilized to implement the aforementioned purposes within the period prescribed by the relevant laws and regulations, the remaining Treasury A Shares will be canceled.

III. Details of Movements in Issued Shares and/or Treasury Shares

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

1. Class of shares	Ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	No
Stock code (if listed)	000333	Description	A Shares (listed on Shenzhen Stock Exchange)		

	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	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month
1).	The Fifth Stock Option Incentive Plan Exercise price: RMB35.56	273,300	Exercised - new shares involved	-40,729	232,571	40,729		232,571	232,571
General Meeting approval date (if applicable)									
2).	The Sixth Stock Option Incentive Plan Exercise price: RMB42.56	3,235,130	Exercised - new shares involved	-867,975	2,367,155	867,975		2,367,155	2,367,155
General Meeting approval date (if applicable)									
3).	The Eighth Stock Option Incentive Plan Exercise price: RMB74.26	37,538,642	Exercised - new shares involved	-1,520,491	36,018,151	1,520,491		36,018,151	36,018,151
General Meeting approval date (if applicable)									
4).	The Ninth Stock Option Incentive Plan Exercise price: RMB49.13	75,637,073	Exercised - new shares involved	-3,916,176	71,720,897	3,916,176		71,720,897	71,720,897
General Meeting approval date (if applicable)									

Increase in issued shares (excluding treasury shares): 6,345,371 Ordinary shares A (AA1)

Decrease in treasury shares: ______ Ordinary shares A (AA2)

Total funds raised during the month from exercise of options: RMB 343,702,727.78

Remarks:

1) No further share options will be granted by the Company under the Fifth Stock Option Incentive Plan, the Sixth Stock Option Incentive Plan, the Eighth Stock Option Incentive Plan and the Ninth Stock Option Incentive Plan (collectively, the "Stock Option Incentive Plans") after the listing of the H shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the "Listing"). As at the close of this month, the number of A Shares underlying the outstanding options granted under the Stock Option Incentive Plans amounted to 110,338,774. For details of the Stock Option Incentive Plans, please refer to Appendix VI of the prospectus of the Company dated 9 September 2024 (the "Prospectus").

(B). Warrants to Issue Shares of the Issuer	Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer) Not applicable

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

1. Class of shares	Ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	No
Stock code (if listed)	000333	Description	A Shares (listed on Shenzhen Stock Exchange)		

	Description of other agreements or arrangements	General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	2018 Restricted Share Incentive Scheme, 2019 Restricted Share Incentive Scheme, 2020 Restricted Share Incentive Scheme, 2021 Restricted Share Incentive Scheme, 2022 Restricted Share Incentive Scheme and 2023 Restricted Share Incentive Scheme (collectively, the “Restricted Share Incentive Schemes”)		0	0	0
2).	The Fourth and the Fifth Core Management Team and Business Partner Stock Ownership Schemes, the Seventh and the Eighth Core Management Team and Global Partner Stock Ownership Schemes, the 2023 Stock Ownership Scheme and the 2024 Stock Ownership Scheme (collectively, the “Stock Ownership Schemes”)		0	0	0

Increase in issued shares (excluding treasury shares): 0 Ordinary shares A (DD1)

Decrease in treasury shares: 0 Ordinary shares A (DD2)

Remarks:

1) There will not be any grant of restricted shares under the Restricted Share Incentive Schemes after the Listing. As at the close of this month, the number of outstanding restricted A shares granted under the Restricted Share Incentive Schemes, which are subject to unlocking, was 22,271,893. No new shares will be issued and no shares will be further transferred out of treasury for the purpose of the Restricted Share Incentive Schemes.

2) The terms of the Stock Ownership Schemes do not involve issue of new shares by the Company. As at the close of this month, the total number of A shares held by the Stock Ownership Schemes was 32,911,819. No shares will be further transferred out of treasury for the purpose of the Stock Ownership Schemes.

For details of the Restricted Share Incentive Schemes and the Stock Ownership Schemes, please refer to Appendix VI of the Prospectus.

(E). Other Movements in Issued Shares and/or Treasury Shares Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	6,345,371	Ordinary shares A
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares A

IV. Information about Hong Kong Depositary Receipt (HDR)

Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

(i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares has been received by it;

(ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;

(iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

(iv) all the securities of each class are in all respects identical (Note 5);

(v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with all other legal requirements;

(vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue, sale or transfer;

(vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and

(viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Fang Hongbo

Title: Chairman, Executive Director and Chief Executive Officer

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.

2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".

   In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".

3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.

4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable 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, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.

5. “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.