



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 May 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: TUHU Car Inc. (A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

Date Submitted: 06 June 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	WVR ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	Yes	
Stock code	09690	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	2,431,050,420	USD	0.00002	USD	48,621.01	
Increase / decrease (-)				USD		
Balance at close of the month	2,431,050,420	USD	0.00002	USD	48,621.01	

2. Class of shares	WVR ordinary shares	Type of shares	B	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	68,949,580	USD	0.00002	USD	1,378.99	
Increase / decrease (-)				USD		
Balance at close of the month	68,949,580	USD	0.00002	USD	1,378.99	

Total authorised/registered share capital at the end of the month: USD 50,000

II. Movements in Issued Shares

1. Class of shares	WVR ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	Yes	
Stock code	09690	Description				
Balance at close of preceding month			752,873,602			
Increase / decrease (-)			103,973			
Balance at close of the month			752,977,575			

2. Class of shares	WVR ordinary shares	Type of shares	B	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description				
Balance at close of preceding month			68,949,580			
Increase / decrease (-)			0			
Balance at close of the month			68,949,580			

III. Details of Movements in Issued Shares

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

1. Class of shares issuable		WVR ordinary shares		Type of shares	A		Shares issuable to be listed on SEHK (Note 1)		Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)				09690							
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).	2019 Share Incentive Plan (adopted on 31 October 2019 as amended from time to time)	39,109,848	Exercised	-103,973	38,702,459	103,973	38,702,459	0			
			Lapsed	-303,416							
General Meeting approval date (if applicable) _____											

2. Class of shares issuable		WVR ordinary shares		Type of shares	A		Shares issuable to be listed on SEHK (Note 1)		Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)				09690							
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).	Post-IPO Share Scheme (adopted on 7 September 2023 as amended from time to time)	5,461,031	Lapsed	-198,330	5,262,701		5,262,701	39,426,548			
General Meeting approval date (if applicable) _____											

Total A (WVR ordinary shares A): _____ 103,973

Total funds raised during the month from exercise of options: USD 2.08

Remarks:

For details of the 2019 Share Incentive Plan and the Post-IPO Share Scheme, please refer to Appendix IV in the prospectus of the Company dated 14 September 2023.

The Company may grant share options or restricted share units ("RSUs") under the Post-IPO Share Scheme. In respect of Item III(A)(2): The figures in this box represent the grants of share options to be settled by issued Class A Ordinary Shares. See also Item III(D)(1) below in relation to the grant of RSUs under the Post-IPO Share Scheme for additional information.

(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) Not applicable

(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	WVR ordinary shares	Type of shares	A	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		09690				
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).	Post-IPO Share Scheme - Restricted Share Units				3,974,707	

Total D (WVR ordinary shares A): _____

Remarks:

On 1 December 2023 and 1 January 2024, 3,296,947 and 914,599 RSUs representing 3,296,947 and 914,599 Class A Ordinary Shares under the Post-IPO Share Scheme respectively were granted to the employees of the Company. During May 2024, nil RSU was granted, nil RSU was vested, 125,097 RSUs were forfeited/lapsed and nil RSU was cancelled under the Post-IPO Share Scheme. As of 31 May 2024, a total of 3,974,707 RSUs granted under the Post-IPO Share Scheme remained outstanding.

(E). Other Movements in Issued Share

1. Class of shares issuable (Note 5 and 6)	WVR ordinary shares	Type of shares	A	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		09690				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Repurchase of shares				07 September 2023		-12,286,900

Total E (WVR ordinary shares A): _____

Remarks:

Repurchases of a total of 12,286,900 ordinary shares were made from 18 March 2024 to 22 April 2024 but not yet cancelled as at 31 May 2024.

Total increase / decrease (-) in WVR ordinary shares A during the month (i.e. Total of A to E) _____ 103,973

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part 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, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities 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 3);
- (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 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;
- (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: Chen Zhe

Title: Joint 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"