HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/10/2020</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	TEM Holdings Limited (Incorporated in the Cayman Islands with limited liability)
Date Submitted	02/11/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>08346</u> Descri	ption : Ordinary	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	20,000,000,000	HK\$0.01	HK\$200,000,000
Increase/(decrease)			
Balance at close of the month	20,000,000,000	HK\$0.01	HK\$200,000,000
(2) Stock code : <u>N/A</u> Descri	ption :		
(2) Stock code : <u>N/A</u> Descri	ption : No. of ordinary shares	Par value (State currency)	capital
(2) Stock code : <u>N/A</u> Descri Balance at close of preceding month	No. of ordinary shares	(State currency)	capital
	No. of ordinary shares	(State currency)	capital

2. Preference Shares

Stock code :	N/A	Descript	ion :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at clos	e of preced	ling month _			
Increase/(decre	ease)	_		-	
Balance at clos	e of the mo	onth			

3. Other Classes of Shares

Stock code :	N/A	_Descrip	tion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	e of precedir	g month		·	
Increase/(decre	ase)	-			
Balance at close	e of the mon	th _		<u></u>	

Total authorised share capital at the end of the month (*State currency*) :

HK\$200,000,000

	No. of ordin	ary shares (2)	No of preference shares	No. of other classes of shares
		(=/	ondroo	
Balance at close of preceding month	600,000,000		. <u> </u>	
Increase/ (decrease) during the month				
Balance at close of the month	600,000,000		- <u>-</u>	

III. Details of Movements in Issued Share Capital

Share Options (und	ler Share Op	tion Schemes o	of the Issuer)			
Particulars of share option scheme including EGM		Movement duri	na the month			No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date	•			-	_	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share						
Option						
Scheme						
(20/04/2016)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2.N/A						
2.11//						
shares						
(Note 1)						
<u>3.N/A</u>						
(/ /)						
shares						
(Note 1)						
		Tota	IA. (Ordina	ry shares)	Nil	
			(Preferenc		N/A	
				her class)	N/A	
Total funds raised o	lurina the mo	nth from exerc	•	,		
of options (State cu				Nil		
	- /					

Warrants to Issue Shares of the	e Issuer which	are to be Lis	sted			
Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of nominal value	Nominal val at close o preceding month	f Exercised		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
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
2. N/A		/				
(/ /) Stock code (if listed) Class of shares						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>						
(/ /)						
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)		`				
(dd/mm/yyyy) 4. N/A	(/ /)				
(/ /)				_		
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
	\	,	 			
		Tot		nary shares)	N/A	-
				nce shares) Other class)	N/A N/A	-
			(IN/ <i>I</i> *\	-

Convertibles (i.e. Convertible	e into Shares of th	e Issuer whi	ch are to be Liste	ed)		
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
<u>1. N/A</u>						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /) 					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		Total C. (Ordina		 N/A	
				ce shares)	N/A N/A	-
				ther class)	N/A	-

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. <u>N/A</u>	_	
	_	
	_	
	_	
shares (Note 1)		
2. <u>N/A</u>	_	
shares (Note 1)		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (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)

Oth	her Movements ir	Issued Share Capital			No. of new shares of	No. of new shares of
					issuer issued during the month pursuant	issuer which may be issued pursuant thereto as at
	Type of Issue				thereto	close of the month
			Class of shares ^N issuable <i>(Note 1)</i>	N/A		
1.	Rights issue	At price : State currency ———	Issue and allotment (/ date:(dd/mm/yyyy)	/)		
			EGM approval date: (/ (dd/mm/yyyy)	/)		
					<u>N/A</u>	<u>N/A</u>
			Class of shares N issuable (Note 1)	N/A		
2.	Open offer	At price : State	Issue and allotment (/ date:(dd/mm/yyyy)	/)		
			EGM approval date: (/ (dd/mm/yyyy)	/)		
					<u>N/A</u>	N/A
			Class of shares N issuable (Note 1)	N/A		
3.	Placing	At price : State	Issue and allotment (/ date:(dd/mm/yyyy)	/)		
			EGM approval date: (/ (dd/mm/yyyy)	/)		
			(<u>N/A</u>	<u>N/A</u>
			Class of shares ^N issuable <i>(Note 1)</i>	N/A		
4.	Bonus issue		Issue and allotment (/ date:(dd/mm/yyyy)	/)		
			EGM approval date: (/ (dd/mm/yyyy)	/)		
					N/A	<u>N/A</u>

	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
			Class of shares issuable (<i>Note 1</i>)	N/A			
5.	Scrip dividend	At price : State currency ———	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares repurchased (<i>Note 1</i>)	N/A			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares redeemed (<i>Note 1</i>)	N/A			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (<i>Note 1</i>)	N/A			
8.	Consideration issue	At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

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

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	Nil
(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)	

IV. 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 which has not been previously disclosed in a return published under rule 17.27A, it has been duly authorized 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 GEM of 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.

Remarks (if any):

Submitted by: LAU MAN TAK Title: Director

Notes :

1. State the class of shares (e.g. ordinary, preference or other).

(Director, Secretary or other duly authorised officer)

- 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 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 append the prescribed continuation sheet.