



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 March 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: China Biotech Services Holdings Limited

Date Submitted: 02 April 2024

I. Movements in Authorised / Registered Share Capital

| | | | | | | |
|-------------------------------------|--|----------------|----------------|-------------------------------------|-------------|--|
| 1. Class of shares | Ordinary shares | Type of shares | Not applicable | Listed on SEHK (Note 1) | Yes | |
| Stock code | 08037 | Description | | | | |
| | Number of authorised/registered shares | Par value | | Authorised/registered share capital | | |
| Balance at close of preceding month | 2,000,000,000 | HKD | 0.1 | HKD | 200,000,000 | |
| Increase / decrease (-) | | | | HKD | | |
| Balance at close of the month | 2,000,000,000 | HKD | 0.1 | HKD | 200,000,000 | |

Total authorised/registered share capital at the end of the month: HKD 200,000,000

II. Movements in Issued Shares

| | | | | | | |
|-------------------------------------|-----------------|----------------|----------------|-------------------------|-----|--|
| 1. Class of shares | Ordinary shares | Type of shares | Not applicable | Listed on SEHK (Note 1) | Yes | |
| Stock code | 08037 | Description | | | | |
| Balance at close of preceding month | | | 963,231,150 | | | |
| Increase / decrease (-) | | | | | | |
| Balance at close of the month | | | 963,231,150 | | | |

III. Details of Movements in Issued Shares

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

| 1. Class of shares issuable | | Ordinary shares | Type of shares | Not applicable | Shares issuable to be listed on SEHK (Note 1) | Yes | | |
|--|--|---|---------------------------|----------------|---|--|---|--|
| Stock code of shares issuable (if listed on SEHK) (Note 1) | | 08037 | | | | | | |
| 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). | Share Option Scheme adopted on 29/05/2014 Date of Grant: 02/09/2020 Exercise period from 02/09/2021 to 01/09/2024 Exercise price: HK\$2.00 per Share Option | 3,220,000 | | | 3,220,000 | | 3,220,000 | |
| General Meeting approval date (if applicable) | | 26 May 2020 | | | | | | |
| 2). | Share Option Scheme adopted on 29/05/2014 Date of Grant: 26/11/2020 Exercise period from 26/11/2023 to 25/11/2024 Exercise price: HK\$2.20 per Share Option | 1,670,000 | | | 1,670,000 | | 1,670,000 | |
| General Meeting approval date (if applicable) | | 26 May 2020 | | | | | | |
| 3). | Share Option Scheme adopted on 29/05/2014 Date of Grant: 06/01/2023 | 1,665,000 | | | 1,665,000 | | 1,665,000 | |

| | | | | | | | |
|---|---|-------------|--|-----------|--|-----------|--|
| | Exercise period from 06/01/2024 to 05/01/2025 Exercise price: HK\$1.45 per Share Option | | | | | | |
| General Meeting approval date (if applicable) | | 26 May 2020 | | | | | |
| 4). | Share Option Scheme adopted on 29/05/2014 Date of Grant: 06/01/2023 Exercise period from 06/01/2025 to 05/01/2026 Exercise price: HK\$1.45 per Share Option | 1,665,000 | | 1,665,000 | | 1,665,000 | |
| General Meeting approval date (if applicable) | | 26 May 2020 | | | | | |
| 5). | Share Option Scheme adopted on 29/05/2014 Date of Grant: 06/01/2023 Exercise period from 06/01/2026 to 05/01/2027 Exercise price: HK\$1.45 per Share Option | 1,670,000 | | 1,670,000 | | 1,670,000 | |
| General Meeting approval date (if applicable) | | 26 May 2020 | | | | | |

Total A (Ordinary shares): _____

Total funds raised during the month from exercise of options: HKD _____

(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)

| | | | | | | | |
|---|--|-----------------|------------------------------------|---------------------------|---|--|---|
| 1. Class of shares issuable | | Ordinary shares | Type of shares | Not applicable | Shares issuable to be listed on SEHK (Note 1) | Yes | |
| Stock code of shares issuable (if listed on SEHK) (Note 1) | | | 08037 | | | | |
| Description of the Convertibles | | Currency | Amount at close of preceding month | Movement during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto (C) | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1). | Convertible Bonds issued on 30 December 2022 | USD | 10,000,000 | | 10,000,000 | | 54,137,931 |
| Type of convertibles | | Bond/Notes | | | | | |
| Stock code of the Convertibles (if listed on SEHK) (Note 1) | | | | | | | |
| Subscription/Conversion price | | HKD | 1.45 | | | | |
| General Meeting approval date (if applicable) | | 20 June 2022 | | | | | |

Total C (Ordinary shares): _____

Remarks:

On 11 May 2020, convertible bonds in the aggregate principal amount of US\$10,000,000 (the "2020 Convertible Bonds") were issued by the Company to Guoyuan Securities Investment (Hong Kong) Limited (the "Subscriber") pursuant to the subscription agreement dated 24 April 2020 entered into between the Company and the Subscriber. On 24 June 2022, the maturity date of the 2020 Convertible Bonds has been extended for two years from 10 May 2022 to 10 May 2024.

On 20 December 2022, the Company entered into a subscription agreement (the "Subscription Agreement") with the Subscriber, pursuant to which the Subscriber has conditionally agreed to subscribe for the convertible bonds in aggregate principal amount of US\$10,000,000 (the "Convertible Bonds"). Based on the initial conversion price of HK\$1.45, a maximum number of 54,137,931 conversion shares will be allotted and issued upon exercise of the conversion rights attached to the Convertible Bonds in full. Completion of the above transaction is subject to, among others, the fulfilment of the conditions precedent set out in the Subscription Agreement. All the conditions precedent of the Subscription Agreement have been fulfilled and the completion of the subscription took place on 30 December 2022. Accordingly, the Convertible Bonds in the principal amount of US\$10,000,000 have been issued by the Company to the Subscriber on 30 December 2022. The 2020 Convertible Bond was surrendered and cancelled. For details, please refer to the Company's announcements dated 20 December 2022 and 30 December 2022.

(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 | Ordinary shares | Type of shares | Not applicable | Shares issuable to be listed on SEHK (Note 1) | Yes | |
| Stock code of shares issuable (if listed on SEHK) (Note 1) | | 08037 | | | | |
| 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). | On 25 March 2024, the Company entered into the Placing Agreement with the Placing Agent, pursuant to which the Company has appointed the Placing Agent to place the Convertible Bonds in the aggregate principal amount of up to HK \$88,000,000 on a best effort basis to not less than six (6) Placees, who and whose ultimate beneficial owners are Independent Third Parties. Based on the initial Conversion Price of HK\$0.55 per Conversion Share, a maximum number of 160,000,000 Conversion Shares will be allotted and issued upon exercise of the conversion rights attached to the Convertible Bonds in full. For details, please refer to the Company's announcements dated 25 March 2024 and 27 March 2024. | | 16 May 2023 | 0 | 160,000,000 | |

Total D (Ordinary shares): _____ 0

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____ 0

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: Liu Xiaolin

Title: Executive Director

(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"