## HKEX 香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

| For the mor | nth ended |
|-------------|-----------|
| (dd/mm/yyy  | y):       |

\_ 31/12/2016

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | C.P. Lotus Corporation |
|----------------|------------------------|
| Date Submitted | 03/01/2017             |

1. Movements in Authorised Share Capital

| 1. Ordinary Shares |  |
|--------------------|--|
|                    |  |

| (1) Stock code : <u>00121</u> Descrip | otion :                |                            |  |
|---------------------------------------|------------------------|----------------------------|--|
|                                       | No. of ordinary shares | Par value<br><i>(HK\$)</i> | Authorised share<br>capital<br><i>(HK\$)</i>           |
| Balance at close of preceding month   | 34,000,000,000         | 0.02                       | 680,000,000.00   |
| Increase/(decrease)                   | -                      |                            | -  |
| Balance at close of the month         | 34,000,000,000         | 0.02                       | 680,000,000.00   |
| (2) Stock code : <u>N/A</u> Descrip   | otion :                |                            |  |
|                                       | No. of ordinary shares |                            | Authorised share<br>capital<br><i>(State currency)</i> |
| Balance at close of preceding month   |                        |                            |  |
| Increase/(decrease)                   |                        |                            |  |
| Balance at close of the month         |                        |                            |  |

## 2. Preference Shares

| (1) Stock code : <u>N/A</u> Description : <u>Series A Convertible Preference Sha</u>                                     |                                |                              |  |  |  |
|--|--------------------------------|------------------------------|--|--|--|
|  | No. of<br>preference<br>shares | e Par value<br><i>(HK\$)</i> | Authorised share<br>capital<br><i>(HK\$)</i> |  |  |
| Balance at close of preceding month  | 2,000,000,00                   | 0.02                         | 40,000,000.00                                |  |  |
| Increase/(decrease)  | -                              |                              |  |  |  |
| Balance at close of the month  | 2,000,000,00                   | 00 0.02                      | 40,000,000.00                                |  |  |
| (2) Stock code : <u>N/A</u> Descrip  | otion : <u>Seri</u>            | es B Convertible             | Preference Shares                            |  |  |
|  | No. of<br>preference<br>shares | e Par value<br><i>(HK\$)</i> | Authorised share<br>capital<br><i>(HK\$)</i> |  |  |
| Balance at close of preceding month  | 4,000,000,00                   | 0.02                         | 80,000,000.00                                |  |  |
| Increase/(decrease)  | -                              |                              |  |  |  |
| Balance at close of the month  | 4,000,000,00                   | 00 0.02                      | 80,000,000.00                                |  |  |
| (3) Stock code : <u>N/A</u> Descrip  | otion : <u>Seri</u>            | es C Convertible             | Preference Shares                            |  |  |
|  | No. of<br>preference<br>shares | e Par value<br><i>(HK\$)</i> | Authorised share<br>capital<br><i>(HK\$)</i> |  |  |
| Balance at close of preceding month  | 4,500,000,00                   | 0.02                         | 90,000,000.00                                |  |  |
| Increase/(decrease)  | -                              |                              |  |  |  |
| Balance at close of the month  | 4,500,000,00                   | 00 0.02                      | 90,000,000.00                                |  |  |
| (4) Stock code : <u>N/A</u> Descrip  | otion : <u>Seri</u>            | es D Convertible             | Preference Shares                            |  |  |
| No. ofAuthorisedpreferencePar valuecapitshares(HK\$)(HK\$)Balance at close of preceding month2,500,000,0000.0250,000,000 |                                |                              |  |  |  |
| Increase/(decrease)  | -                              |                              |  |  |  |
| Balance at close of the month  | 2,500,000,00                   | 00 0.02                      | 50,000,000.00                                |  |  |

## 3. Other Classes of Shares

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

Total authorised share capital at the end of the month (*HK*\$): 940,000,000.00

II. Movements in Issued Share Capital

|  | No. of ordir   | nary shares | No of preference | No. of other      |
|--|----------------|-------------|------------------|-------------------|
|  | (1)            | (2)         | shares           | classes of shares |
| Balance at close of<br>preceding month   | 11,019,072,390 | N/A         | 11,298,809,782   | N/A               |
| Increase/ (decrease)<br>during the month |                | N/A         |                  | N/A               |
| Balance at close of the month            | 11,019,072,390 | N/A         | 11,298,809,782   | N/A               |

III. Details of Movements in Issued Share Capital

| Share Options (und                       | ler Share Op | tion Schemes o   | of the Issuer) |            |   |                        |
|--|--------------|------------------|----------------|------------|---|------------------------|
| Particulars of<br>share option<br>scheme |              |                  |                |            | issuer issued during the month pursuant |                        |
| including EGM                            |              | Movement durii   | ng the month   |            | thereto                                 | thereto as at close of |
| approval date                            |              |                  |                |            |   | the month              |
| (dd/mm/yyyy) and<br>class of shares      |              |                  |                |            |   |                        |
| issuable                                 | Granted      | Exercised        | Cancelled      | Lapsed     |   |                        |
| 1. Share Option                          | Oranted      | Exercised        | Cancelled      | Lapseu     |   |                        |
| Scheme adopted                           |              |                  |                |            |   |                        |
| at AGM on                                |              |                  |                |            |   |                        |
| 22/06/2012                               |              |                  |                |            |   |                        |
| 22/06/2012                               |              |                  |                |            |   |                        |
| Ordinary Shares                          | -            | -                | -              | -          | -                                       | -                      |
| (Note 1)                                 | <u> </u>     |                  |                |            |   |                        |
| (  |              |                  |                |            |   |                        |
| 2.                                       |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
| shares                                   |              |                  |                |            |   |                        |
| (Note 1)                                 |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
| 3.                                       |              |                  |                |            |   |                        |
| <u> </u>                                 |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
|  |              |                  |                |            |   |                        |
| shares                                   |              |                  |                |            | ·                                       |                        |
| (Note 1)                                 |              | <b>T</b> - (-    |                |            |   |                        |
|  |              | Iota             | IA. (Ordina    |            | -                                       |                        |
|  |              |                  | <b>`</b>       | ce shares) | N/A                                     |                        |
|  |              |                  | •              | her class) | N/A                                     |                        |
| Total funds raised d                     |              | onth from exerci | se             |            |   |                        |
| of options (State cu                     | rrency)      |                  |                | -          |   |                        |
|  |              |                  |                |            |   |                        |

| Warrants to Issue Shares of the                          | Issuer which                    | are to be Listed                                   |                                  |   |   |   |
|--|---------------------------------|--|----------------------------------|---|---|---|
| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
| <u>1. N/A</u>  |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| Subscription price                                       |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)                     |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)   | ( / /                           | )  |                                  |   |   |   |
| 2.   | (                               | /  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| Stock code (if listed)<br>Class of shares                |                                 |  |                                  |   |   |   |
| inquichle (Note 1)                                       |                                 |  |                                  |   |   |   |
| Subscription price                                       |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / /                           | )  |                                  |   |   |   |
| 3.   |                                 | ,  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)                                   |                                 |  |                                  |   |   |   |
| Class of shares issuable (Note 1)                        |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| EGM approval date  |                                 |  |                                  |   |   |   |
| (if applicable)  |                                 | <b>`</b>   |                                  |   |   |   |
| 4  | ( / /                           | )  |                                  |   |   |   |
| 4.   |                                 |  |                                  |   |   |   |
|  |                                 |  |                                  |   |   |   |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)                                   |                                 |  |                                  |   |   |   |
| Class of shares  |                                 |  |                                  |   |   |   |
| Subserintion price                                       |                                 |  |                                  |   |   |   |
| Subscription price                                       |                                 |  |                                  |   |   |   |
| (if applicable)  |                                 |  |                                  |   |   |   |
| (dd/mm/yyyy)   | ( / /                           | )  |                                  |   |   |   |
|  |                                 | Total B  | (Ordina                          | ary charac)                               |   |   |
|  |                                 | TOTALE   | Preferen                         | ary shares)<br>ce shares)                 |   | -   |
|  |                                 |  | (O                               | ther class)                               |   | -   |
|  |                                 |  | (0                               |   |   | -   |

|  | Currency of amount    | Amount at<br>close of<br>preceding | Converted<br>during the | Amount at close of the     | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|-----------------------|------------------------------------|-------------------------|----------------------------|---|---|
| Class and description  | outstanding           | month                              | month                   | month                      |   |   |
| 1. Series A Convertible  |                       |                                    |                         |                            |   |   |
| Preference Shares  |                       |                                    |                         |                            |   |   |
|  |                       |                                    |                         |                            |   | 4 540 007 075   |
| Stock code (if listed)   | <u> </u>              | 277,941,694.73                     |                         | 277,941,694.73             |   | 1,518,807,075   |
| Class of shares  | IN/A                  |                                    |                         |                            |   |   |
| issuable (Note 1)  | Ordinary Share        | S                                  |                         |                            |   |   |
| Subscription price   | HK\$0.183             |                                    |                         |                            |   |   |
| EGM approval date  |                       |                                    |                         |                            |   |   |
| (if applicable)  |                       |                                    |                         |                            |   |   |
| (dd/mm/yyyy))  | (25/07/2007)          |                                    |                         |                            |   |   |
| 2. Series B Convertible  |                       |                                    |                         |                            |   |   |
| Preference Shares  |                       |                                    |                         |                            |   |   |
|  |                       |                                    |                         |                            |   |   |
|  | <u> </u>              | 1,519,873,031                      |                         | 1,519,873,031              |   | 3,897,110,334   |
| Stock code (if listed) _<br>Class of shares<br>issuable (Note 1) _ | N/A<br>Ordinary Share | <u>s</u>                           |                         |                            |   |   |
| Subscription price   | HK\$0.39              |                                    |                         |                            |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)               | (26/04/2010)          |                                    |                         |                            |   |   |
| 3. Series C Convertible  |                       |                                    |                         |                            |   |   |
| Preference Shares  |                       |                                    |                         |                            |   |   |
|  |                       |                                    |                         |                            |   |   |
|  | HK\$                  | 807,732,148.08                     | _                       | 807,732,148.08             |   | 3,671,509,764   |
| Stock code (if listed)   | N/A                   |                                    |                         |                            |   |   |
| Class of shares  |                       |                                    |                         |                            |   |   |
| issuable (Note 1)  | Ordinary Share        | <u>s</u>                           |                         |                            |   |   |
| Subscription price   | HK\$0.22              |                                    |                         |                            |   |   |
| (if applicable)  |                       |                                    |                         |                            |   |   |
| (dd/mm/yyyy)   | (23/11/2011)          |                                    |                         |                            |   |   |
| 4. Series D Convertible  | . ,                   |                                    |                         |                            |   |   |
| Preference Shares  |                       |                                    |                         |                            |   |   |
|  |                       |                                    |                         |                            |   |   |
|  | HK\$                  | 508,618,000.07                     |                         | 508,618,000.07             | -   | 2,211,382,609   |
| Stock code (if listed)   | N/A                   |                                    |                         |                            |   |   |
| Class of shares  | <b>•</b> " • • •      |                                    |                         |                            |   |   |
| issuable (Note 1)  | Ordinary Share        | <u>s</u>                           |                         |                            |   |   |
| Subscription price<br>EGM approval date                            | HK\$0.23              |                                    |                         |                            |   |   |
| (if applicable)  |                       |                                    |                         |                            |   |   |
| (dd/mm/yyyy)   | (23/11/2011)          |                                    |                         |                            |   |   |
| (  |                       | To                                 | otal C. (Ordina         | ary shares)                | -   |   |
|  |                       |                                    | (Preferen               | ary shares)<br>ice shares) | -   | _   |
|  |                       |                                    |                         | ther class)                |   |   |

| Any other Agreements or Arrangements to Issue Shares of the Issue<br>Options (other than under Share Option Schemes) | er which are to be Liste  | ed, including  |
|--|---|--|
|  | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of |
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:              |   | the month  |
| 1. <u>N/A</u>  |   |  |
|  |   |  |
| ( / / )<br>shares (Note 1)   |   |  |
| 2.   |   |  |
|  | -   |  |
|  |   |  |
| shares (Note 1)  |   |  |
| 3  |   |  |
|  |   |  |
| ( / / )<br>shares (Note 1)   |   |  |
|  |   |  |
| Total D. (Ordinary shares)<br>(Preference shares)  |   |  |
| (Other class)  |   |  |
|  |   |  |

|    | Type of Issue |            |                   |  |       |   | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|------------|-------------------|--|-------|---|---|---|
|    |               |            |                   | Class of shares issuable (Note 1)          |       |   |   |   |
| 1. | Rights issue  | At price : | State<br>currency | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |            |                   | EGM approval date:                         | ( / / | ) |   |   |
|    |               |            |                   | (dd/mm/yyyy)                               |       |   | N/A   | <u>N/A</u>  |
|    |               |            |                   | Class of shares issuable (Note 1)          |       |   |   |   |
| 2. | Open offer    | At price : | State             | lssue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |            |                   | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |   |
|    |               |            |                   |  |       |   | <u>N/A</u>  | <u>N/A</u>  |
|    |               |            |                   | Class of shares issuable (Note 1)          |       |   |   |   |
| 3. | Placing       | At price : | State             | lssue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |            |                   | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |   |
|    |               |            |                   |  |       |   | <u>N/A</u>  | <u>N/A</u>  |
|    |               |            |                   | Class of shares issuable (Note 1)          |       |   |   |   |
| 4. | Bonus issue   |            |                   | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |            |                   | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A   | N/A   |
|    |               |            |                   |  |       |   |   |   |

|    | Type of Issue        |            |                       |  |       |   | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|----------------------|------------|-----------------------|--|-------|---|---|---|
|    |                      |            |                       | Class of shares issuable (Note 1)          |       |   |   |   |
| 5. | Scrip dividend       | At price : | State<br>currency ——— | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |                      |            |                       | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | <u>N/A</u>  | <u>N/A</u>  |
|    |                      |            |                       | Class of shares repurchased (Note 1)       |       |   |   |   |
| 6. | Repurchase of shares |            |                       | Cancellation date :<br>(dd/mm/yyyy)        | ( / / | ) |   |   |
|    |                      |            |                       | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | <u>N/A</u>  | N/A   |
|    |                      |            |                       |  |       |   |   |   |
|    |                      |            |                       | Class of shares redeemed (Note 1)          |       |   |   |   |
| 7. | Redemption of shares |            |                       | Redemption date :<br>(dd/mm/yyyy)          | ( / / | ) |   |   |
|    |                      |            |                       | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A   | N/A   |
|    |                      |            |                       |  |       |   |   |   |
|    |                      |            |                       | Class of shares issuable (Note 1)          |       |   |   |   |
| 8. | Consideration issue  | At price : | State<br>currency     | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |   |   |
|    |                      |            |                       | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A   | N/A   |
|    |                      |            |                       |  |       |   |   |   |

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

Г

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

| Submitted by: Chung Wing Man                           |
|--|
| Title: Company Secretary                               |
| (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.