

For the month ended (dd/mm/yyyy):

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clea	aring Limited	
	niwa International Holding Limited 8/2017	
I. Movements in Authorised Share C	Capital	
1. Ordinary Shares		
(1) Stock code : <u>1698</u> Des	scription : Ordinary Shares	
	No. of ordinary Par value shares (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	200,000,000,000	HK\$100,000,000
Increase/(decrease)	<u>N/A</u>	N/A
Balance at close of the month	HK\$0.0005	HK\$100,000,000
(2) Stock code : <u>N/A</u> Des	scription: <u>N/A</u>	
	No. of ordinary Par value shares (State currency)	Authorised share capital (State currency)
Balance at close of preceding month		
Increase/(decrease)		
Balance at close of the month		

31/07/2017

Stock code : N/A Descri	ription: <u>N/A</u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
	ription: <u>N/A</u>		
	ription : N/A No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	(State	-
Stock code: N/A Descri	No. of other	(State	capital

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	2,075,000,000			
Increase/ (decrease) during the month				
Balance at close of the month	2,075,000,000			

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

	Share Options (under Share C	option Schemes	of the Issuer)				
thereto as at close of the month Color	option scheme including EGM approval	,	N	- 4h4h		issued during the	
of shares issuable oranted Exercised Cancelled Lapsed 1. Share options granted on 28/09/2011 under the share option scheme approved and adopted on 08/09/2010 at an exercise price of HK\$4.3 per share ordinary shares Nil Nil Nil Nil Nil Nil Nil 27,290,000 (Note 1) 2			wovement durin	g the month			
Cancelled Lapsed						thereto	
1. Share options granted on 28/09/2011 under the share option scheme approved and adopted on 08/09/2010 at an exercise price of HK\$4.3 per share ordinary shares Nil Nil Nil Nil Nil Nil 27,290,000	of shares issuable	Granted	Exercised	Cancelled	Lapsed		
granted on 28/09/2011 under the share option scheme approved and adopted on 08/09/2010 at an exercise price of HK\$4.3 per share ordinary shares Nil Nil Nil Nil Nil Nil 27,290,000	1. Share options				•		
Under the share option Scheme approved and adopted on 08/09/2010 at an exercise price of HK\$4.3 per share Ordinary shares Nil Nil Nil Nil Nil Nil 27,290,000							
Scheme approved and adopted on 08/09/2010 at an exercise price of HK\$4.3 per share Ordinary shares Nil Nil Nil Nil Nil 27,290,000							
adopted on 08/09/2010 at an exercise price of HK\$4.3 per share Nil Nil Nil Nil Nil 27,290,000							
At an exercise price of HK\$4.3 per share							
HK\$4.3 per share							
Ordinary shares Nil Nil Nil Nil Nil 27,290,000							
(Note 1) 2. (/ /) shares (Note 1) 3. (/ /) shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Preference shares) (Other class) N/A Total funds raised during the month from exercise of options		Nil	Nil	Nil	Nil	Nil	27.290.000*
2							
Content Cont	(1.002 1)						
Content Cont	2.						
Shares (Note 1) 3. (I / I / I)							
Shares (Note 1) 3. (I / I / I)							
Content Cont	(/ /)						
Content Cont	shares						
3. (Note 1) Total A. (Ordinary shares) (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options	-		·				
Contact Cont	(1,010-1)						
Contact Cont	3.						
	shares						
(Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options	(110101)		т	otal A (Ordi	nary shares)	Nil	
(Other class) N/A Total funds raised during the month from exercise of options							
Total funds raised during the month from exercise of options				•			
	Total funds raised during the	month from eve	ercise of ontions	(canci ciuss)		
	_	month from CAC	reise of options		N/A		
	(2 2			·	1 1/1 1		

Warrants to Issue Shares of the Is	suer which are to t	be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of N nominal value pi	ominal valu close of receding mo	du	xercised uring the month	Nominal value 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
1.	_						
	=						
	<u> </u>						<u>.</u> .
(/ /) Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price							
EGM approval date (if applicable)							
(dd/mm/yyyy)	(/ /)					
2.	_						
	_						
(/ /)		-					
Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.	=						
	_						
(/ /)	-						-
Stock code (if listed)							
Class of shares							
issuable (Note 1)							
Subscription price EGM approval date							
(if applicable)							
·	(/ /)					
4.	_						
	_						
(/ /)							-
Stock code (if listed)							
Class of shares issuable (Note 1)							
Subscription price							
EGM approval date							
(if applicable) (dd/mm/yyyy)	(/ /)					
			Total B.	(Ordin	nary shares)	N/A	_
					ence shares)	N/A	=
				(Other class)	N/A	-

Convertibles (i.e. Convertible is		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
1.						
	<u> </u>					
	<u> </u>					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable)						
(II applicable) (dd/mm/yyyy))	(/ /)					
2.						
	<u> </u>					
	<u> </u>					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
3.	<u></u>					
	<u>—</u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4.	<u> </u>					
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)	<u></u>	Total C (Ordin	nary shares)	N/A	
			(Prefere	ence shares)	N/A	<u>-</u>
			(0	Other class)	N/A	-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including 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
shares (Note 1)		
2		
shares (Note 1)		
3.		
(/ /) shares (Note 1)		
Total D. (Ordinary shares)	N/A	-
(Preference shares)	N/A	
(Other class)	N/A	

					issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of
Type of Issue						the month
		Class of shares issuable (Note 1)				
1. Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
2. Open offer	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
3. Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
4. Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		

For Main Board and GEM listed issuers

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

For Main Board and GEM listed issuers

	Type of Issue			8	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 issuab	le			
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuab	le	_		
10.	Other (Please specify) At price: State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Total E.	(Ordinary s	hares) N/A	
			(Preference s		´ 	
			(Other			
То	otal increase / (decrease) in ordinary shares during the	e month (i.e. Total of A	to E):	(1) N	ſil
				(2	2) N	/A
To	otal increase / (decrease) in preference shares during	the month (i.e. Total of	A to E):		N.	/A
To	otal increase / (decrease) in other classes of shares du	aring the month (i.e. Total	al of A to E):		N.	/A
(T	These figures should be the same as the relevant figur	res under II above ("Mo	vements in Is	sued ,	Share Capital",).)

Remarks (if any):

*The share options granted shall vest in the proposed grantees in accordance with the timetable below with a 10-year exercise period (for this purpose, the date or each such date on which the share options are to vest being hereinafter referred to as a "Vesting Date"):

<u>Vesting Date</u>	Percentage of share options to vest
first anniversary of the date of grant	33% of the total number of share options granted
second anniversary of the date of grant	33% of the total number of share options granted
third anniversary of the date of grant	34% of the total number of share options granted

Submitted by: Stephen Liu Yiu Keung

Title: <u>Joint Provisional Liquidator</u>

(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.