



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30 / 06 / 2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Youyuan International Holdings Limited

Date Submitted 06 / 07 / 2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|--|---------------------------|----------------------------------|---|
| (1) Stock code : <u>02268</u> Description : <u>Ordinary Shares</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$ 0.10</u> | <u>HK\$ 1,000,000,000.00</u> |
| Increase/(decrease) | <u>NIL</u> | | <u>NIL</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$ 0.10</u> | <u>HK\$ 1,000,000,000.00</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

2. Preference Shares

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

3. Other Classes of Shares

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

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

HK\$ 1,000,000,000.00

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|--|------------------------|------------|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>1,243,725,712</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase / (decrease) during the month | <u>NIL</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>1,243,725,712</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|------------|----------------------------|------------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option Scheme | NIL | NIL | NIL | NIL | | |
| (30 / 04 / 2010) Ordinary shares (Note 1) | | | | | NIL | NIL |
| 2. N/A | | | | | | |
| (/ /) shares (Note 1) | | | | | N/A | N/A |
| 3. N/A | | | | | | |
| (/ /) shares (Note 1) | | | | | N/A | N/A |
| | | | Total A. (Ordinary shares) | | N/A | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | N/A | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during 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. N/A | | | | | N/A | N/A |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 2. N/A | | | | | N/A | N/A |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 3. N/A | | | | | N/A | N/A |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 4. N/A | | | | | N/A | 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 B. (Ordinary shares) | | | | | N/A | |
| (Preference shares) | | | | | N/A | |
| (Other class) | | | | | N/A | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| 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 |
|--|---|------------------------------------|----------------------------|------------------------------|--|---|
| 1. | | | | | | |
| 4.5% guaranteed convertible bond in the principal amount of HK\$200 million due 2019 issued on 20/10/2017 | HK\$ | 200,000,000 | 0 | 200,000,000 | 0 | 44,817,927 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | Ordinary shares | | | | | |
| Subscription price | Conversion price of HK\$4.4625 per conversion share (subject to adjustment) | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | N/A | | | | | |
| 2. | | | | | | |
| 4.5% guaranteed convertible bond in the principal amount of US\$20 million due 2018 issued on 13/11/2017 | USD | 20,000,000 | 0 | 20,000,000 | 0 | 31,325,301 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | Ordinary shares | | | | | |
| Subscription price | Conversion price of HK\$4.980 per conversion share (subject to adjustment) | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | N/A | | | | | |
| 3. | | | | | | |
| 4.5% guaranteed convertible bond in the principal amount of US\$22 million due 2019 issued on 01/02/2018 | USD | 22,000,000 | 0 | 22,000,000 | 0 | 38,453,781 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | Ordinary shares | | | | | |
| Subscription price | Conversion price of HK\$4.4625 per conversion share (subject to adjustment) | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | N/A | | | | | |
| 4. N/A | | | | | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | | | | Total C. (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)

| 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. N/A (/ /) shares (<i>Note 1</i>) | N/A | N/A |
| 2. N/A (/ /) shares (<i>Note 1</i>) | N/A | N/A |
| 3. N/A (/ /) shares (<i>Note 1</i>) | N/A | N/A |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

Other Movements in Issued Share Capital

| 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 |
|---------------|--------------|---------------------------------|---|--|---|
| 1. | Rights issue | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | N/A | N/A |
| 2. | Open offer | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | N/A | N/A |
| 3. | Placing | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | N/A | N/A |
| 4. | Bonus issue | | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | N/A | N/A |

| | | | | 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 | | |
|---------------|------------------------|---------------------------------|---|--|---|------------|------------|
| Type of Issue | | | | | | | |
| 5. | Scrip dividend | At price : State currency _____ | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) | EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 6. | Repurchase of shares | | Class of shares repurchased (Note 1) Ordinary | Cancellation date : (dd/mm/yyyy) (/ /) | EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 7. | Redemption of shares | | Class of shares redeemed (Note 1) _____ | Redemption date : (dd/mm/yyyy) (/ /) | EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) | EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 9. | Capital reorganisation | | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) | EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |

| | | | | 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 |
|----------------------------|---------------------------------|--|---|--|---|
| Type of Issue | | | | | |
| | | | | | |
| 10. Other (Please specify) | At price : State currency _____ | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | |
| | | | | <u>N/A</u> | <u>N/A</u> |
| | | | | Total E. (Ordinary shares) | <u>N/A</u> |
| | | | | (Preference shares) | <u>N/A</u> |
| | | | | (Other class) | <u>N/A</u> |

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

Remarks (if any):

NIL

Submitted by: **Wong Yat Sum**

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.*