

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :		31/05/2019		
To : Hong Kong Exchanges	and Clea	ring Limited		
Name of Issuer Date Submitted	Xiezhon 03/06/20	g International Ho	Idings Limited	I
I. Movements in Authorised	Share Ca	apital		
1. Ordinary Shares				
(1) Stock code : <u>03663</u>	Descrip	otion :	XIEZHON	G INTL
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of precedir	ng month	2,000,000,000	0.01	20,000,000.00
Increase/(decrease)		NIL		NIL
Balance at close of the mon	th	2,000,000,000	0.01	20,000,000.00
(2) Stock code : N/A	Descrip	otion : <u>N/A</u>		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of precedir	ng month			
Increase/(decrease)				
Balance at close of the mon	th			

Preference Sh	nares				
Stock code :	N/A	Descript	ion: <u>N/A</u>		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preced	ing month_			
ncrease/(decrea	ase)	-		_	
Balance at close	of the mo	nth _			
3. Other Classes	s of Shares	3			
Stock code :	N/A	Descript	ion : <u>N</u> /A		
			No. of other classes of shares	Par value (State currency)	capital
Balance at close	of preced	ing month_			
Increase/(decrea	ase)	_		-	
Balance at close	of the mo	nth _			

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other
	(1)	(1) (2)		classes of shares
Balance at close of preceding month	800,000,000	N/A	N/A	N/A
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A
Balance at close of the month	800,000,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant including EGM thereto as at close of thereto Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1.Share Option Scheme adopted On 21/05/2012 Exercise Price: HK\$ (21/05/2012) N/A N/A Ordinary shares N/A N/A N/A N/A (Note 1) 2.Exercise Price: HK\$ shares (Note 1) 3.Exercise Price: HK\$ shares (Note 1) 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	e 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	N/A	N/A	N/A
	11/71		IN/A	<u></u>	11/7	
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						
· · · · · · · · · · · · · · · · · · ·						
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		ary shares)	N/A	_
			•	nce shares)	N/A	_
			(C	Other class)	N/A	

Convertibles (i.e. Convertible	into Shares of	the Issuer w	hich are to be List	ed)		
Class and description	Currency of amount outstanding	precedin	f Converted	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>					
		NI/A	NI/A	NI/A	NI/A	NI/A
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date	N/A	N/A	N/A	N/A	N/A	N/A
(if applicable) (dd/mm/yyyy)) 2.	(/ / _)				
	<u>—</u>					
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) (dd/mm/yyyy) 4.	(/ /)				
	_ _ _					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /	\				
(dd/11111/yyyy)	(/ /	<u>) </u>		ice shares)	N/A N/A	_ _
			(C	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)

Opti	ons (other than under Share Option Schemes)		
Ful	I particulars including EGM approval date (dd/mm/yyyy),	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
			or the month
II a	pplicable, and class of shares issuable:		
1.	Proposed Issue of a maximum of HK\$218,685,000		
	Consideration CB at the Conversion Price of HK\$1.50 per		
	Conversion Share, issue of 145,790,000 Conversion Shares		
	upon full conversion pursuant to the Sale and Purchase		
	Agreements dated 31 July 2018, 31 October 2018 and		
	11 December 2018.		
	For details, please refer to the Circular dated 11 December 2018		
	For details, please refer to the Circular dated 11 December 2010	-	
	FOM		
	EGM approval date: 28/12/2018		
	Ordinary shares (Note 1)	NIL	NIL
2.	N/A		
		1	
	(/ /)		
	shares (Note 1)		
3.	N/A		
		-	
	shares (Note 1)		
	Total D. (Ordinary shares)	NIL	
	(Preference shares)	NIL	
	(Other class)	NIL	
	(**************************************		
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Other Movements in Issued Share Capital				
			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 a close of the month
Type of Issue				HIOHUI
Class of shares issuable (Note 1)				
1. Rights issue At price : State Issue and allotment date : (dd/mm/yyyy)	(/ /)		
EGM approval date: (dd/mm/yyyy)	(/ /)		
			N/A	N/A
Class of shares issuable (Note 1)				
2. Open offer At price: State Issue and allotment date: (dd/mm/yyyy)	(/ /)		
EGM approval date: (dd/mm/yyyy)	(/ /)		
			N/A	N/A
Class of shares issuable (Note 1)				
3. Placing At price: State Issue and allotment date: (dd/mm/yyyy)	(/ /)		
, , , , , , , , , , , , , , , , , , , ,	(/ /)		
(dd/iiii/yyyy)			N/A	N/A
Class of shares issuable (Note 1)				
4. Bonus issue Issue and allotment date : (dd/mm/yyyy)	(/ /)		
EGM approval date: (dd/mm/yyyy)	(/ /)		
			N/A	N/A

	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
	7,			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)	(/ /)	N1/A	N1/A
							<u>N/A</u>	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(33			N/A	N/A
				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)			N/A	N/A

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 (Note 1)		
Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
		N/A	
	Class of shares issuable (Note 1)		
10. Other (Please specify) At price : State currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
	Total E. (Ordinary share:	s) <u>N/A</u>	_
	(Preference share:	•	_
	(Other class	s) <u>N/A</u>	_
T	in the most (in Table (A) F)	1) NIL	
Total increase / (decrease) in ordinary shares du	, , ,	1) NIL 2) N/A	
Total increase / (decrease) in preference shares		N/A	
Total increase / (decrease) in other classes of sha	,	N/A	
E): (These figures should be the same as the releval Capital").)	nt figures under II above ("Movements	in Issued Si	hare

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 13.25A, 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 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.
Submi	tted by:Chui Wing Fai, Jeff
Title:	Company Secretary (Director, Secretary or other duly authorised officer)

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 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 13.25A 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.