

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>31/12/2019</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Boshiwa International Holding Limited (Incorporated in Cayman Islands with limited liability)
Date Submitted	07/01/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares	

(1) Stock code : <u>1698</u> Descrip	otion : Ordinary	y Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	200,000,000,000	HK\$0.0005	HK\$100,000,000
Increase/(decrease)	N/A		N/A
Balance at close of the month	200,000,000,000	HK\$0.0005	HK\$100,000,000
(2) Stock code : <u>N/A</u> Descrip	ption : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

# 2. Preference Shares

Stock code :	N/A	Description :	N/A		
		No. c	of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month			
Increase/(decreas	se)				
Balance at close	of the month				

# 3. Other Classes of Shares

Stock code : <u>N/A</u>	Description :N/A		
	No. of other classes of 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		

Total authorised share capital at the end of the month (*HK\$*): **HK\$100,000,000** 

# 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)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class	N	Movement durin	g 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
of shares issuable	Granted	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	27,290,000*
(Note 1)						27,290,000
2.						
shares						· · · · · · · · · · · · · · · · · · ·
(Note 1)						
3.						
<u>J.</u>						
shares						
(Note 1)						
		Т	Total A. (Ordin		Nil	
			· ·	ence shares)	N/A	
				Other class)	N/A	
Total funds raised during the	month from exe	rcise of options		<b>N</b> T ( )		
(State currency)				N/A		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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
<u>1.</u>					
(       /       )         Stock code (if listed)	( / / )				
2.					
( / / )         Stock code (if listed)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date					
(if applicable) (dd/mm/yyyy) <u>3.</u>	( / / )				
( / / )	- <u> </u>				
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
	( / / )				
4					
	- <u></u>				
( / / ) Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)	( / / )				
	Total	B (Ording	ary shares)	N/A	
	1014	(Preferen	ice shares)	N/A	
		(0	ther class)	N/A	

#### For Main Board and GEM listed issuers

Convertibles (i.e. Convertible in	nto Shares of the I	ssuer 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.						
					,	
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)						
	( / / )					
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)	( / / )	,	Total C. (Ordin	nary shares)	N/A	
			(Prefere	ence shares)	N/A	
			(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
1.		
	-	
shares (Note 1)		
2		
	-	
	-	
shares (Note 1)	-	
3	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A N/A	
(Other class)	IN/A	

	Type of Issue	ssued 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 at close of the month
			Class of shares issuable				
1.	Rights issue	At price : State	(Note 1) Issue and allotment	( / /	)		
		currency	<ul> <li>date : (dd/mm/yyyy)</li> <li>EGM approval date: (dd/mm/yyyy)</li> </ul>	( / /	)		
			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)	( / /	)		
			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)	( / /	)		

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

				For Main Boa	rd and GEM liste	d issuers
	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
	Type of issue					
			Class of shares issuable (Note 1)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares issuable (Note 1)			
10.	Other (Please specify) At price : State	Issue and allotment date : (dd/mm/yyyy)	( / / )			
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Total E.	(Ordinary shar	es) N/A	
				Preference shar		
			(1	(Other cla		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): N/A		
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 Issued Share Capital").)		

## 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;

	For Main Board and GEM listed issuers
(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.

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" ):

Vesting Date	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:Joint Provisional Liquidator<br/>(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.