日KEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

31/10/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Guan Chao Holdings Limited
Date Submitted	02/11/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>1872</u> Descri	ption : Ordinary	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	10,000,000,000	<u>HK\$0.01</u>	HK\$100,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	10,000,000,000	<u>HK\$0.01</u>	HK\$100,000,000
(2) Stock code : <u>N/A</u> Descri	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	_Descript	ion :	N/A		
			prefe	o. of erence ares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedir	ng month				
Increase/(decre	ase)	_				
Balance at clos	e of the mon	th _				

3. Other Classes of Shares

Stock code : <u>N/A</u>	Description :	N/A		
	cla	of other sses of hares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	month			
Increase/(decrease)			-	
Balance at close of the month				

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

HK\$100,000,000

II. Movements in Issued Share Capital

	No. of ord	inary shares	No of preference	e No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	900,000,000	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>		
Increase/ (decrease) during the month	Nil	N/A	<u>N/A</u>	<u>N/A</u>		
Balance at close of the month	900,000,000	N/A	<u>N/A</u>	<u>N/A</u>		

III. Details of Movements in Issued Share Capital

Particulars of share		n Schemes of t			No. of new shares of	No. of new shares
option scheme					issuer issued during	
including EGM					the month pursuant	may be issued
approval date		Movement duri	ng the month		thereto	pursuant thereto
(dd/mm/yyyy) and						as at close of the
class of shares	Granted	Evereiged	Concelled	Lanaad		month
issuable	Granieu	Exercised	Cancelled	Lapsed		
1.Share Option Scheme adopted						
on 1 February						
2019						
Date of grant:						
8 April 2020						
Exercise price:						
HK\$0.146						
per share						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	90,000,000
(Note 1)						
2.N/A						
(/ /)						
shares						
(Note 1)						
3.N/A						
(/ /)						
shares		<u> </u>				
(Note 1)						
		Tota	al A. (Ordina			
			· ·	ce shares)		
			(O	ther class)	N/A	
Total funds raised du		h from exercise				
options (State currer	ncy)		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						
(/ /) Stock code (if listed) Class of shares issuable <i>(Note 1)</i> Subscription price						
EGM approval date						
(if applicable)	, , ,	,				
(dd/mm/yyyy)	(/ /)				
<u>2. N/A</u>						
(/ /)				·		
Stock code (if listed)						
Class of shares						
icouchic (Nicto 1)						
Subscription price						
EGM approval date						
(if applicable))				
(dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>						
(/ /)						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	()))				
4. N/A)				
(/ /)						
Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date (if applicable)						
	(/ /)				
(· · · ·	/				
		Total B		ary shares) <u>N/A</u>		_
				ice shares) <u>N/A</u>		_
			(C	Other class) <u>N/A</u>		_

Convertibles (i.e. Convertible	into Shares of th	e Issuer which	are to be Liste	ed)		
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
<u>1. N/A</u>	_					
	_					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A						
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)					
	_					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)	(/ /)					
	_					
EGM approval date (if applicable)	(/ /)		otal C. (Ordina			
				ce shares) <u>N/A</u> ther class) <u>N/A</u>		-

Any Optic	other Agreements or Arrangements to Issue Shares of the Issue ons (other than under Share Option Schemes)	er which are to be Liste	ed, including
		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
if a	particulars including EGM approval date (dd/mm/yyyy), policable, and class of shares issuable:		the month
1.	N/A		
-			
-			
-	shares (Note 1)		
-			
2.	N/A		
-		-	
-		-	
-	shares (Note 1)		
-			
3.	N/A		
-		-	
-			
-	shares (Note 1)		
-			
-	Total D. (Ordinary shares)	N/A	
-	(Preference shares)	N/A	
	(Other class)	N/A	

	her Movements	in Issued Sha	are 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
1.	Rights 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>
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)	(/ /)	<u>N/A</u>	<u>N/A</u>
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)	(/ /)	<u>N/A</u>	<u>N/A</u>
4.	Bonus issue			Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>

	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				
5.	Scrip dividend	At price :	State	issuable <i>(Note 1)</i> Issue and allotment	(/ /)		
		-	currency ———	date : (dd/mm/yyyy) EGM approval date:	(/ /)		
				(dd/mm/yyyy)			<u>N/A</u>	<u>N/A</u>
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares				(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
							11// (
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	<u> </u>
				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)	(/ /)	<u>N/A</u>	<u>N/A</u>

	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 <i>(Note 1)</i>				
9.	Capital reorganisation		lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u> </u>
			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)	(/ /)	N/A	<u>N/A</u>
			Total		dinar		
			(Prefe	s erence s	hares hares		-
				(Other			-

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):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Capital").)	Issued Share

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.

Remarks (if any):

Submitted by: Tan Shuay Tarng Vincent

Title: <u>Director</u>

(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.