

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

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

31/01/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Eminence Enterprise Limited (the "Company")

Date Submitted

02/02/2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>00616</u> Description : <u>N/A</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>2,000,000,000</u>	<u>HK\$0.20</u>	<u>HK\$400,000,000.00</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>2,000,000,000</u>	<u>HK\$0.20</u>	<u>HK\$400,000,000.00</u>
(2) Stock code : <u>N/A</u> Description : <u>N/A</u>			
	No. of ordinary 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>

## 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\$400,000,000.00

## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<u>931,458,010</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>931,458,010</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. NIL   <u>( / / )</u> shares (Note 1)	NIL	NIL	NIL	NIL	NIL	NIL
2. NIL   <u>( / / )</u> shares (Note 1)	NIL	NIL	NIL	NIL	NIL	NIL
3. NIL   <u>( / / )</u> shares (Note 1)	NIL	NIL	NIL	NIL	NIL	NIL
				Total A. (Ordinary shares)	<u>NIL</u>	
				(Preference shares)	<u>N/A</u>	
				(Other class)	<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)				<u>NIL</u>		

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 _____ _____  (   /   /   ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy)                    (   /   /   )	N/A	N/A	N/A	N/A	N/A	N/A
2. N/A _____ _____  (   /   /   ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy)                    (   /   /   )	N/A	N/A	N/A	N/A	N/A	N/A
3. N/A _____ _____  (   /   /   ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy)                    (   /   /   )	N/A	N/A	N/A	N/A	N/A	N/A
4. N/A _____ _____  (   /   /   ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy)                    (   /   /   )	N/A	N/A	N/A	N/A	N/A	N/A
			Total B.    (Ordinary shares) <u>NIL</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>			

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
<u>1. Convertible Note</u> <u>(Issued on 12 June 2015)</u>						
	HK\$	40,400,000	0	0 (Remark 5)	0	0 (Remark 5)
Stock code (if listed)	--					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.9855 (Remark 1)					
EGM approval date (if applicable) (dd/mm/yyyy)	(09/12/2014, 07/01/2016, 26/04/2017 and 21/05/2019)					
<u>2. Convertible Note</u> <u>(Issued on 11 May 2017)</u>						
	HK\$	16,000,000	0	16,000,000	0	64,000,000
Stock code (if listed)	--					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.25 (Remark 2)					
EGM approval date (if applicable) (dd/mm/yyyy)	(26/04/2017 and 19/11/2020)					
<u>3. Convertible Note</u> <u>(Issued on 26 September 2017)</u>						
	HK\$	11,280,000	0	11,280,000	0	45,120,000
Stock code (if listed)	--					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.25 (Remark 3)					
EGM approval date (if applicable) (dd/mm/yyyy)	(18/09/2017 and 19/11/2020)					
<u>4. Convertible Note</u> <u>(Issued on 28 August 2019)</u>						
	HK\$	70,000,000	0	70,000,000	0	280,000,000
Stock code (if listed)	--					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.25 (Remark 4)					
EGM approval date (if applicable) (dd/mm/yyyy)	(21/08/2019 and 19/11/2020)					
				Total C. (Ordinary shares)	NIL	
				(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 (Note 1)	N/A	N/A
2. N/A    ( / / ) shares (Note 1)	N/A	N/A
3. N/A    ( / / ) shares (Note 1)	N/A	N/A
Total D. (Ordinary shares)	NIL	
(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 (Note 1) _____	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 (Note 1) _____	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 (Note 1) _____	Issue and allotment date : ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)	N/A	N/A





7. Redemption of shares			Class of shares _____ redeemed ( <i>Note 1</i> )		
			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 ( <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>
9. Capital reorganisation			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>
10. Other (Please specify)	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>
			Total E. (Ordinary shares)	<u>NIL</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>NIL</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>		

#### IV. Confirmations

March 2019

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):

1. The conversion price of the convertible note has been adjusted from HK\$1.20 per share to HK\$0.9855 per share with effect from 12 February 2020 due to the rights issue of the Company. Please refer to the Company's announcement dated 15 January 2020 for details.
2. The conversion price of the convertible note has been revised from HK\$2.6279 per share to HK\$0.25 per share with effect from 25 November 2020 upon fulfilment of all conditions precedent under the deeds of amendment dated 18 September 2020 which was entered into between the Company and Goodco Development Limited. Please refer to the Company's announcement dated 25 November 2020 for details.
3. The conversion price of the convertible note has been revised from HK\$0.9855 per share to HK\$0.25 per share with effect from 25 November 2020 upon fulfilment of all conditions precedent under the deeds of amendment dated 18 September 2020 which was entered into between the Company and Goodco Development Limited. Please refer to the Company's announcement dated 25 November 2020 for details.
4. The conversion price of the convertible note has been revised from HK\$0.91 per share to HK\$0.25 per share with effect from 25 November 2020 upon fulfilment of all conditions precedent under the deeds of amendment dated 18 September 2020 which was entered into between the Company and Goodco Development Limited. Please refer to the Company's announcement dated 25 November 2020 for details.

5. Referring to the Company's announcement dated 11 January 2021, on 11 January 2021, Madian Star Limited (the noteholder) exercised its right under the convertible note issued by the Company on 12 June 2015 (the "Madian Convertible Note") to require early redemption of the outstanding principal amount of HK\$40,400,000 at the adjusted conversion price of HK\$0.9855 per share in full together with all accrued and unpaid interest thereon. The total amount payable on redemption was settled and the Madian Convertible Note was cancelled.

Submitted by: LAI Law Kau

Title: Director  
(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.*