

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

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

31 March 2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	

Date Submitted

1 April 2021

China Zhongwang Holdings Limited

I. Movements in Authorised Share Capital

# 1. Ordinary Shares

(1) Stock code : <u>1333</u> Description : <u>Ordinary Shares</u>						
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>			
Balance at close of preceding month	20,000,000,000	0.10	2,000,000,000			
Increase/(decrease)	Nil	N/A	Nil			
Balance at close of the month	20,000,000,000	0.10	2,000,000,000			
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A				
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	N/A Par value (State currency)	Authorised share capital (State currency)			
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary	Par value <i>(State</i>	capital			
	No. of ordinary	Par value <i>(State</i>	capital			

#### 2. Preference Shares

Stock code :	N/A	_Description :	Restricted Voting Non-redeemable Convertible Preference Shares (unlisted			
		prefe	o. of erence ares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>	
Balance at close	e of precedin	g month <u>10,000,0</u>	00,000	0.10	1,000,000,000	
Increase/(decrea	ase)	Nil		N/A	Nil	
Balance at close	e of the mont	:h <u>10,000,0</u>	00,000	0.10	1,000,000,000	

# 3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :	N/A	
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	of precedir	ng month			
Increase/(decrea	se)	-			
Balance at close	of the mon	th _			

Total authorised share capital at the end of the month (HK\$):

Ordinary shares: 2,000,000,000 Convertible preference shares: 1,000,000,000

#### II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of convertible preference	e No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	5,449,473,140	N/A	1,619,125,180	N/A
Increase/ (decrease) during the month	Nil	N/A	Nil	N/A
Balance at close of the month	5,449,473,140	N/A	1,619,125,180	N/A

# 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	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
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO share						
option scheme						
Exercise Price:						
HK\$ 2.00						
(17/4/2008)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2. Share option scheme						
Exercise Price: HK\$ 3.90 (17/4/2008)	2.11					
Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	29,400,000
3. Share option scheme						
Exercise Price: HK\$ 3.93 (17/4/2008)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	353,500,000
(Note 1)						
		Tota	IA. (Ordin	ary shares)	N/A	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised d of options (HK\$)	uring the mo	onth from exercise	e 	Nil		

Warrants to Issue Shares of the	Issuer which	are to b	e Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nomina at clo prece mol	se of ding	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. N/A</u>							
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date							
(if applicable)	, , ,	,					
(dd/mm/yyyy)	( / /	)					
2.							
Stock code (if listed)							
Class of shares							
issuable ( <i>Note 1</i> ) Subscription price							
EGM approval date							
(if applicable)	, , ,	,					
(dd/mm/yyyy)	( / /	)					
3.							
. ,							
Subscription price							
(if applicable)							
	( / /	)					
<u>4.</u>							
Stock code (if listed)							
Class of shares							
Subscription price							
EGM approval date (if applicable)							
(dd/mm/yyyy)	( / /	)					
			Table				
			Total B		ary shares) ce shares)		-
					ther class)		-
				U)		11/11	-

#### Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of No. of new shares of new shares of issuer which may be issuer issued issued Amount at during the pursuant Currency of close of Converted Amount at month thereto as at amount preceding during the close of the close of the pursuant Class and description outstanding month month month thereto month 1. Restricted voting nonredeemable convertible preference shares of a nominal or par value of HK\$0.10 each ("CPS") 1,619,125,180 1,619,125,180 N/A Nil Nil CPSs CPSs 1,619,125,180 Stock code (if listed) Class of shares issuable (Note 1) One CPS convertible into one ordinary Subscription price share EGM approval date (if applicable) (dd/mm/yyyy)) (27/12/2013) 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 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. (Ordinary shares) N/A (Preference shares) N/A N/A (Other class)

Any other Agreements or Arrangements to Issue Shares of the Issue Options (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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		the month
1. N/A		
	-	
shares (Note 1)		
2		
	-	
shares (Note 1)		
3.		
	-	
( / / _)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

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

S. Scrip dividend At price:       State currency       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)         6. Repurchase of shares       Class of shares repurchased (Note 1)       Nil       Nil         7. Redemption of shares       Class of shares (dd/mm/yyyy)		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
5. Scrip dividend At price :       State currency		2.		Class of shares				
5. Schp dividend At price : currency       date : (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)								
Class of shares	5.	Scrip dividend	At price :		( / /	)		
6. Repurchase of shares       Class of shares repurchased (Note 1)         6. Repurchase of shares       Cancellation date : ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         Nil       Nil         7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Class of shares redeemed (Note 1)         8. Consideration At price :       State class of shares issuable (Note 1)         8. Consideration At price :       State class of shares class of shares class class of class of shares class class of shares class clas				EGM approval date: (dd/mm/yyyy)	( / /	)	۸.۲.1	NT'1
6. Repurchase of shares       Cancellation date : ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         Nil       Nil         7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Class of shares redeemed (Note 1)         8. Consideration issue       At price : State currency         8. Consideration issue       At price : State currency         Class of shares (Mote 1)         Class of shares         Class of shares      <							<u>N11</u>	<u>N11</u>
6. Repurchase of shares       Cancellation date : ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         7. Redemption of shares       Class of shares         7. Redemption of shares       Class of shares         Redemption date :       ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) (dd/mm/yyyy)         8. Consideration issue       At price :       State currency         Issue and allotment ( / / ) (dd/mm/yyyy)       Lssue and allotment ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / ) ( ) ( ( / / ) ) ( ) ( ) ( ) ( )								
Image: Class of shares (dd/mm/yyyy)	6.			Cancellation date :	( / /	)		
7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Redemption date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)       Nil         8. Consideration issue       At price : State currency         Issue and allotment ( / / ) (dd/mm/yyyy)       Issue and allotment ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)				EGM approval date: (dd/mm/yyyy)	( / /	)	2.71	2.51
7. Redemption of shares       Redemption date :       ( / / )         8. Consideration issue       At price :       State currency         Issue and allotment issue       ( / / )         Issue       ( / / ) <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>Nil</td> <td><u>N1I</u></td>							Nil	<u>N1I</u>
shares       (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)       Nil         Nil       Nil         Nil       Nil         8. Consideration issue       State currency         Issue and allotment       ( / / )         Issue and allotment       ( / / )         EGM approval date:       ( / / )         Glass       ( / / )         Issue and allotment       ( / / )         EGM approval date:       ( / / )         (dd/mm/yyyy)       EGM approval date:								
Nil       Nil         State       Issue and allotment         Issue and allotment       ( / / )         date : (dd/mm/yyyy)       EGM approval date:         EGM approval date:       ( / / )         (dd/mm/yyyy)       Nil	7.			Redemption date : (dd/mm/yyyy)	( / /	)		
8. Consideration issue       State currency       Class of shares				EGM approval date: (dd/mm/yyyy)	( / /	)	211	211
<pre>ssuable (Note 1) 8. Consideration At price : State currency</pre>							Nil	<u>N11</u>
issue At price : currency date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)								
EGM approval date: ( / / ) (dd/mm/yyyy)	8.		At price :	Issue and allotment	( / /	)		
<u>Nil</u> Nil				EGM approval date:	( / /	)		
							Nil	Nil

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
9. Capital reorganisation	Class of shares issuable (Note 1) Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	Nil	Nil
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)	Nil	Nil
	Total E. (Ordinal share: (Preference share: (Other class)	s) <u>Nil</u> s) <u>Nil</u>	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	N/A
(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: <u>Cui Weiye</u>\_\_\_\_\_ Title: <u>Company Secretary</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.