HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

30/04/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	K2 F&B Holdings Limited
Date Submitted	4 May 2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>2108</u> Descrip	otion :	Ordinary	Shares
	No. of ordinary shares	Par value <i>(HKD)</i>	Authorised share capital <i>(HKD)</i>
Balance at close of preceding month	10,000,000,000	0.01	100,000,000
Increase/(decrease)	NIL		NIL
Balance at close of the month	10,000,000,000	0.01	100,000,000
(2) Stock code : <u>N/A</u> Descrip	otion :		
	No. of ordinary shares		Authorised share capital <i>(State currency)</i>
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code : <u>N/A</u> Descr	iption :		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	۱	<u> </u>	
Increase/(decrease)		-	
Balance at close of the month			

3. Other Classes of Shares

Stock code :N	N/A	_Descript	ion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of pre	ecedin	g month			
Increase/(decrease)		_			
Balance at close of the	e mont	h _			

Total authorised share capital at the end of the month (*HKD*) : _____100,000,000

II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other		
	(1)	(2)	shares	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	<u> </u>	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (unde	er Share Opt	tion Schemes o	f the Issuer)			
Particulars of share option scheme including EGM		Movement durii	ng the month			No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date (dd/mm/yyyy) and class of shares		<u>Increment dum</u>	<u>ng are menar</u>		-	the month
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme adopted						
on 1 February						
2019						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)						· · · · · · · · · · · · · · · · · · ·
2. N/A						
<u> (/ </u>						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
		Tota	IA. (Ordina			
				ce shares)		
			•	ther class)	N/A	
Total funds raised d of options (State cu		onth from exerci	se	NIL		

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

Convertibles (i.e. Convertible	into Shares of the	e Issuer whi	ch 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))	(/ /)					
<u>2. N/A</u>	_					
	_					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)					
	_ _					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy) <u>4. 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)	(/ /)					
			Total C. (Ordina			_
				ce shares)	N/A N/A	-
			(U	ther class)	IN/A	-

Optio	ns (other than under Share Option Schemes)		, moldanig
	ll particulars including EGM approval date (dd/mm/yyyy), pplicable, 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)		
2.	N/A		
	shares (Note 1)		
3	N/A		
0.			
	shares (Note 1)		
	Total D (Ordinary shares)	N1/A	
	Total D. (Ordinary shares) (Preference shares)	N/A N/A	
	(Other class)	N/A N/A	
		IN/ <i>F</i> A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including

No. of new No. of new Shares of Issuer Which pursuant pursuant pursuant thereto as as of the thereto as as of	<u>Oth</u>	er Movements i	n Issued Sha	re Capital						
1. Rights issue At price : State currency Class of shares issuable (Note 1) N/A 1. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Class of shares issuable (Note 1) N/A N/A 2. Open offer At price : State currency Issue and allotment (/ /) N/A N/A 3. Placing At price : State currency Class of shares issuable (Note 1) N/A N/A 3. Placing At price : State currency Issue and allotment (/ /) (/ /) N/A 4. Bonus issue Class of shares issuable (Note 1) N/A N/A 4. Bonus issue Class of shares currency N/A N/A Issue and allotment (/ /) (/ /) N/A N/A 4. Bonus issue Class of shares issuable (Note 1) N/A Issue and allotment (/ /) (/ /) N/A Issue and allotment (/ /) (/ /) N/A Issue and allotment (/ /) Issue and allotment (/ /) (/ /) Issue and allotment (/ /) (/ /) Is		Type of Issue							issuer issued during the month pursuant	issuer which may be issued pursuant thereto as at close of the
1. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) date : (dd/mm/yyyy) 2. Open offer At price : State currency Class of shares issuable (Note 1) N/A N/A 2. Open offer At price : State currency Issue and allotment issuable (Note 1) N/A N/A 2. Open offer At price : State currency Issue and allotment issuable (Note 1) N/A 3. Placing At price : State currency Class of shares issuable (Note 1) N/A 3. Placing At price : State currency Issue and allotment issuable (Note 1) (/ /) date : (dd/mm/yyyy) 4. Bonus issue Class of shares issuable (Note 1) N/A 4. Bonus issue Class of shares currency N/A		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,					N1/A			
1. Nights issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)							<u>N/A</u>			
(dd/mm/yyyy)	1.	Rights issue	At price :			()		
N/A N/A N/A N/A N/A N/A N/A N/A Class of shares N/A issuable (Note 1) Issue and allotment Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) Issuable (Note 1) N/A N/A N/A N/A N/A N/A N/A N/A N/A Issue and allotment (/ /) (dd/mm/yyyy) Issue and allotment Issue and allotment (/ /) (dd/mm/yyyy) Issue and allotment Issue and allotment (/ /) (dd/mm/yyyy) N/A N/A N/A N/A N/A Issue and allotment (/ /) (dd/mm/yyyy) Issue and allotment Issue and allotment (/ /) (dd/mm/yyyy) Issue and allotment Issue and allotment (/ /) (dd/mm/yyyy) Issue and allotment Issue and allotment (/ /) (dd/mm/yyyy) Is						()		
2. Open offer At price : State currency					(dd/1111/yyyy)				N/A	N/A
2. Open offer At price : State currency										
2. Open other At price : currency date : (d/mm/yyyy) Gate : (dd/mm/yyyy) N/A N/A 3. Placing At price : State currency Class of shares N/A issuable (Note 1) N/A 3. Placing At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) N/A N/A 4. Bonus issue Class of shares N/A issuable (Note 1) N/A N/A N/A 4. Bonus issue Class of shares N/A issuable (Note 1) N/A N/A 4. Bonus issue Class of shares (/ /) issue and allotment (/ /) issue and allotm							<u>N/A</u>			
EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A N/A Issue and allotment date : (dd/mm/yyyy) (/ /) N/A N/A Issue and allotment (Note 1) N/A Issue and allotment (d/mm/yyyy) (/ /) EGM approval date: (/ /) EGM approval date: (/ /) Issue and allotment (d/mm/yyyy) (/ /)	2.	Open offer	At price :			()		
N/A N/A N/A N/A N/A N/A N/A N/A N/A N/A State State issuable (Note 1) Issue and allotment Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: Issue and allotment (/ /) N/A N/A N/A N/A N/A N/A Issue and allotment (/ /) Issue and allo					EGM approval date:	()		
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 4. Bonus issue Class of shares issuable (Note 1) N/A N/A Issue and allotment date : (dd/mm/yyyy) Issue and allotment date : (dd/mm/yyyy) (/ /) (dd/mm/yyyy)					(33,111,19999)				<u>N/A</u>	N/A
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 4. Bonus issue Class of shares issuable (Note 1) N/A N/A Issue and allotment date : (dd/mm/yyyy) Issue and allotment date : (dd/mm/yyyy) (/ /) (dd/mm/yyyy)										
3. Placing At plice : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)							<u>N/A</u>			
Image: Class of shares N/A Class of shares N/A issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	3.	Placing	At price :			()		
N/A N/A N/A N/A N/A N/A						()		
4. Bonus issue Bonus issue EGM approval date: (/ /) (dd/mm/yyyy)					()))))				<u>N/A</u>	N/A
4. Bonus issue Bonus issue EGM approval date: (/ /) (dd/mm/yyyy)					Class of shores		N/A			
date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)										
(dd/mm/yyyy)	4.	Bonus issue				()		
<u>N/A</u> <u>N/A</u>						()		
									<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 <u>N/A</u> issuable (<i>Note 1</i>)	<u>\</u>		
5.	Scrip dividend	At price :	State currency ———	Issue and allotment (/ / date : (dd/mm/yyyy))		
				EGM approval date: (/ / (dd/mm/yyyy))		
						<u>N/A</u>	N/A
				Class of shares <u>N/A</u> repurchased (<i>Note 1</i>)	<u>\</u>		
6.	Repurchase of shares			Cancellation date : (/ / (dd/mm/yyyy))		
				EGM approval date: (/ / (dd/mm/yyyy))	N/A	N/A
						<u> </u>	
				Class of shares <u>N/A</u> redeemed (<i>Note 1)</i>	<u>\</u>		
7.	Redemption of shares			Redemption date : (/ / (dd/mm/yyyy))		
				EGM approval date: (/ / (dd/mm/yyyy))	N/A	N/A
				Class of shares <u>N/A</u> issuable <i>(Note 1)</i>	<u>\</u>		
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 during the pursuant thereto No. of new shares of issuer which issued may be issued pursuant thereto as at close of the month
	Class of shares <u>N/A</u> issuable <i>(Note 1)</i>	
9. Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)	
	EGM approval date: (/ /) (dd/mm/yyyy)	N/A N/A
	Class of shares <u>N/A</u> issuable <i>(Note 1)</i>	
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. (Ordina share	
	(Preference share (Other clas	s) <u>N/A</u>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	NIL
(2)	NIL
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: Chu Chee Keong (Zhu Zhiqiang)

Title: Director

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