日KEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended ((dd/mm/yyyy) :	30/06/2021
		0000010011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	DINGYI GROUP INVESTMENT LIMITED 鼎億集團投資有限公司
Date Submitted	06/07/2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>508</u> Descri	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	10,500,000,000	HK\$0.01	HK\$105,000,000
Increase/(decrease)			
Balance at close of the month	10,500,000,000	HK\$0.01	HK\$105,000,000
(2) Stock code : <u>N/A</u> Descri	ption :		
	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 : <u>N/A</u> Descrij	otion :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :	N/A l	escription :		
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prec	eding more	th		
Increase/(decrease)				
Balance at close of the	month			

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

HK\$105,000,000

II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	7,357,008,015			
Increase/ (decrease) during the month	Nil	-		
Balance at close of the month	7,357,008,015			

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	n Schemes of th	ne Issuer)			
Particulars of share					No. of new shares of	
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement d	uring the month		thereto	as at close of the month
(dd/mm/yyyy) and -					-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
HK\$0.738						
(21/09/2012)						
						467 000 000
Ordinary shares	-			-	-	467,000,000
(Note 1)						
2. Share Option						
Scheme						
HK\$0.488						
(21/09/2012)						
Ordinary shares	-	-	-	-	-	100,000,000
(Note 1)						100,000,000
(10010-1)						
3. Share Option						
Scheme						
HK\$0.456						
(21/09/2012)						
Ordinary shares	-	-	-	-	-	617,000,000
(Note 1)						
· ·						
			Total A. (Ord	linary shares)		
			(Prefe	rence shares)	-	
			、	(Other class)	-	
Fotal funds raised du	ing the mont	h from everois	> of			
options (State currence			- 01	_		
Phone (State Current	()			-		

Share Options (under Share Option Schemes of the Issuer)

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	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
<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)	(/ /)				
	-					
(/ /) 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 (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /)				
	-					
(/ /)						· · · · · · · · · · · · · · · · · · ·
Class of shares issuable (<i>Note 1</i>)						
EGM approval date (if applicable))				
		Tota	(Prefere	nary shares) ence shares) Other class)	-	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of issuer which shares of issuer issued may be issued Amount at during the pursuant thereto Currency of close of Converted month as at close of the amount preceding during the Amount at close pursuant month Class and description outstanding month month of the month thereto 1. Convertible Bonds 343,250,000 HK\$ _ _ -(Remarks) (Remarks) N/A Stock code (if listed) Class of shares issuable (Note 1) **Ordinary Shares** HK\$0.85 Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (02/09/2016)2. Convertible Bonds 980,000,000 HK\$ 980,000,000 1,225,000,000 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary Shares Subscription price HK\$0.80 EGM approval date (if applicable) (dd/mm/yyyy) (15/03/2018)3. N/A 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 issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) (Preference shares) _____ (Other class) -

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		
(/ /)		
Ordinary shares (Note 1)	-	-
2. <u>N/A</u>		
Ordinary shares (Note 1)	-	-
3. N/A		
3. <u>N/A</u>		
shares (Note 1)	-	-
Total D. (Ordinary shares)	-	
(Preference shares)	-	
(Other class)	-	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

issue issue issue issue issue issue Type of Issue Class of shares issuable (Mote 1) N/A 1. Rights issue At price : State currency Issue and allotment (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Class of shares issuable (Mote 1) N/A 2. Open offer At price : State currency Class of shares issuable (Mote 1) N/A 3. Placing At price : State currency Class of shares issuable (Mote 1) N/A 3. Placing At price : State currency Class of shares issuable (Mote 1) N/A 4. Bonus issue Class of shares issuable (Mote 1) N/A N/A 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment (Mote 1) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment (Mote 1) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment (Mote 1)	Otł	ner Movements ir	Issued Share	Capital	 		No. of new shares of	No. of new shares of
I. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) N/A I. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) Image: constraint of the state issuable issue is		Τ					issuer issued during the month pursuant	issuer which may be issued pursuant thereto as at close of the
I. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Class of shares issuable date : (dd/mm/yyyy) N/A 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) 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 date : (dd/mm/yyyy) N/A 4. Bonus issue Class of shares issuable (Note 1) N/A N/A 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) N/A EGM approval date: N/A Issue and allotment date : (dd/mm/yyyy) I//) EGM approval date: N/A Issue and allotment date : (dd/mm/yyyy) I//)		Type of Issue						month
1. Rights issue At price : currency it is : (id/mm/yyyy) (/ /) it is : (id/mm/yyyy) (/ /) it is : (id/mm/yyyy) (/ /) EGM approval date: (/ /)					N/A			
(dd/mm/yyyy) (/ /) $(dd/mm/yyyy) (/ /) $ $(dd/mm/yyyy) (/ /)$	1.	Rights issue	At price :		(/ /)		
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /)) EGM approval date: (dd/mm/yyyy) (/ /)					(/ /)		
 2. Open offer At price : currency idate : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) 3. Placing At price : State currency issue issue in the currency issue is the currency issue is					N/A			
(dd/mm/yyyy) (/ /) (dd/mm/yyyy) (/ /) Class of shares issuable N/A (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: EGM approval date:	2.	Open offer	At price :		(/ /)		
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)					(/ /)		
3. Placing At price : currency Issue and another and the moment date : (dd/mm/yyyy) 4. Bonus issue Class of shares issuable N/A (Note 1) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) 4. Bonus issue EGM approval date:					N/A			
(dd/mm/yyyy) (/ /) (dd/mm/yyyy) (/ /) Class of shares issuable N/A (Note 1) Issue and allotment 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: Issue	3.	Placing	At price :		(/ /)		
4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) 6. EGM approval date: EGM approval date:					(/ /)		
4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment date : (dd/mm/yyyy) 6. EGM approval date: EGM approval date:					 			
date : (dd/mm/yyyy) (/ /) EGM approval date:					N/A			
	4.	Bonus 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
	Type of Issue							the month
				Class of shares issuable (Note 1)	N/A			
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares repurchased (<i>Note 1</i>)	N/A			
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				AGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares redeemed (<i>Note 1</i>)	N/A			
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		. <u>.</u>
				Class of shares issuable (<i>Note 1</i>)	N/A			
8.	Consideration issue	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)	N/A			
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (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
10. Other (Please specify) At price : State currency Class of shares is (Note 1) 10. Other (Please specify) At price : State currency Issue and allotmed date : (dd/mm/yy EGM approval d (dd/mm/yyy)	ent yy) (//		
Total	(Preference shar	res) res) ass)	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	-	
	(2)	-	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		-	
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;
- (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. Convertible Bonds A and Convertible Bonds B in the principal amounts of HK\$220 million and HK\$59.5 million respectively

The Convertible Bonds A and the Convertible Bonds B may be converted into 328,823,529 shares of the Company pursuant to the terms thereof.

The conversion rights attaching to the Convertible Bonds A and the Convertible Bonds B expired on 31 May 2021 and none of these convertible bonds were converted into new shares of the Company on or before 31 May 2021. Accordingly, the number of new shares which may be issued pursuant thereto as at the close of the month became nil. Pursuant to the Third Amendment Deed, these convertible bonds have become a straight debt of the Company with effect from 1 June 2021. For details, please refer to the announcements of the Company dated 11 June 2021 and 17 June 2021.

2. Convertible Bonds C in the principal amount of HK\$63,750,000

The Convertible Bonds C may be converted into 75,000,000 shares of the Company pursuant to the terms thereof.

In June 2021, the Company fully redeemed the Convertible Bonds C in cash. Accordingly, none of the

Convertible Bonds C were converted into new shares of the Company and the number of new shares of the Company which may be issued pursuant thereto as at close of the month became nil.

Submitted by: SU Xiaonong

 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.