HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

30/06/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Carrianna Group Holdings Company Limited (Incorporated in Bermuda with limited liability)
Date Submitted	6 July 2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>00126</u> Descrip	otion :	Carria	nna		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of preceding month	2,000,000,000	0.10	200,000,000.00		
Increase/(decrease)	N/A		N/A		
Balance at close of the month	2,000,000,000	0.10	200,000,000.00		
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A			
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>		
Balance at close of preceding month					
Increase/(decrease)					

2. Preference Shares

Stock code :	N/A	Descripti	ion :	N/A	λ
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	of precedir	ng month			
Increase/(decreas	se)	_			
Balance at close o	of the mon	ith _			

3. Other Classes of Shares

Stock code : N/	ADescri	ption :	N/A					
		No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>				
Balance at close of prec	eding month							
Increase/(decrease)			-					
Balance at close of the	month							

Total authorised share capital at the end of the month (HK\$) : 200,000,000.00

II. Movements in Issued Share Capital

	No. of ordina	ry shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	1,382,796,290	N/A	N/A	N/A		
Increase/ (decrease) during the month	188,563,130	N/A	N/A	N/A		
Balance at close of the month	1,571,359,420	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	tion Schemes of	of the Issuer)			
Particulars of share option scheme						No. of new shares of issuer which may be issued pursuant thereto as at close of
including EGM approval date		Movement duri	ng the month			the month
(dd/mm/yyyy) and						ulo monui
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise Price: HK\$0.714						
AGM approval date:						
(24/08/2015)						
Ordinary						
shares	Nil	Nil	400,000	Nil	Nil	9,200,000
(Note 1)						
2.						
(/ /)						
shares						
(Note 1)						
3.						
(/ /) shares						
(Note 1)						
		Tota	al A. (Ordina	ry shares)	Nil	
I				ce shares)		
I			(Ot	ther class)	N/A	
Total funds raised d of options (HK\$)	uring the mo	nth from exerc	ise	Nil		

Warrants to Issue Shares of the	lssuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy) 1.	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	N/A	N/A	N/A	N/A	N/A
Class of shares)				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) <u>3.</u>)				
(/ /)						
Class of shares issuable <i>(Note 1)</i> Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)				
Subscription price EGM approval date (if applicable)						
		Total B	(Preferen	ary shares) ce shares) other class)	N/A N/A N/A	-

Convertibles (i.e. Convertible	into Shares of t	he Issuer which a	re to be L	_isted)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Convert ed 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
1.						
Stock code (if listed)		N/A	N/A	N/A	N/A	N/A
Class of shares						
issuable (Note 1)						
Subscription price AGM approval date (if applicable) (dd/mm/yyyy)) 2.	(//)					
	_					
Stock code (if listed)			<u> </u>			
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)	<u> (/ / </u>)					
		Т		Ordinary shares)		
			(Pre	eference shares)		
				(Other class)	N/A	

Full pai	rticulars including EGM approval date (dd/mm/yyyy), cable, 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
Pia pui to Pia Dia Dia Bo HK alk 12 Co Co Fo	1 21 June 2021 (after trading hours), the Company and the acing Agent entered into the CB Placing Agreement, rsuant to which the Placing Agent has conditionally agreed procure, on a best effort basis, not less than six CB access who and whose ultimate beneficial owners are dependent Third Parties to subscribe for the Convertible onds of up to an aggregate principal amount of (\$75,425,251.80. The Conversion Shares will be otted and issued pursuant to the General Mandate. 5,708,753 Conversion Shares (based on the initial onversion Price of HK\$0.60) will be issued upon full nversion of the Convertible Bonds. or details, please refer to the announcements of the		
Co	ompany dated 21 June 2021 and 25 June 2021. AGM Approval date: (28/08/2020) Ordinary Shares (Note 1)	NIL	NIL
2. <u>N//</u>	A (/ /) shares (Note 1)		
3. <u>N//</u>			
	(/ /) shares (Note 1)		
	Total D. (Ordinary shares) (Preference shares) (Other class)	NIL N/A 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)

	ner Movements								No. of new shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the
-	Type of Issue									month
				Class of shares issuable (Note 1)	_					
1.	Rights issue	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy))		
				EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
									N/A	<u> </u>
				Class of shares issuable (Note 1)						
2.	Open offer	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 issuable (Note 1)						
3.	Placing	At price :	State	 Issue and allotment date : (dd/mm/yyyy)	(/	/)		
	-	-	currency	EGM approval date: (dd/mm/yyyy)	(/	/)		
									<u> </u>	N/A
				 Class of shares issuable (Note 1)	_					
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									<u> </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 (Note 1)	, , ,	,		
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 repurchased (Note 1)				
6.	Repurchase of shares				(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	NI/A
							<u>N/A</u>	N/A
				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)	(/ /)	N/A	N/A
							<u> </u>	<u>IN/A</u>

											No. of new shares of issuer issued during the onth pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at
Тур	be of Issue											close of the month
					Class issuable	of share (Note 1)	es .					
	pital organisation					d allotment d/mm/yyyy)	((/ /	())		
					EGM ap (dd/mm/	proval date: yyyy)	((/)	())	N/A	N/A
Sh	bscription ares				Class issuable	of share (Note 1)	es	<u>Ordi</u>	<u>nary</u>			
ple the	or details, ease refer to e Company's	At price :	HK\$	0.45		d allotment d/mm/yyyy)	(8/6/2	2021))		
	nouncement ted 8/6/2021)				SGM ap (dd/mm/	proval date: yyyy)	((1/6/2	2021))	188,563,130) NIL
						Tota	al E	. (0	Ordin	ary		
						/Dr	ofor	ence			188,563,130 N/A	-
						(11)		(Othe			N/A N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	188,563,130
(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):

N/A

Submitted by: Tricor	Tengis Limited	
	<u>n Share Registrar</u> hther 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.