



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 October 2023

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Fullshare Holdings Limited

Date Submitted: 01 November 2023

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00607	Description	Ordinary shares			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	40,000,000,000	HKD	0.01	HKD	400,000,000	
Increase / decrease (-)	0			HKD	0	
Balance at close of the month	40,000,000,000	HKD	0.01	HKD	400,000,000	

Total authorised/registered share capital at the end of the month: HKD 400,000,000

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00607	Description	Ordinary shares			
Balance at close of preceding month		26,532,196,731				
Increase / decrease (-)		5,306,000,000				
Balance at close of the month		31,838,196,731				

Remarks:

A total of 5,306,000,000 shares were allotted and issued to Ms. Zhang Hongyun, Mr. Wu Jianzhong and Ms. Dai Mengli at the subscription price of HK\$0.03515 per subscription share pursuant to the terms and conditions of the Subscription Agreements dated 28 July 2023 (as supplemented on 29 September 2023). For details, please refer to the announcements of the Company dated 28 July 2023, 29 September 2023 and 19 October 2023.

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares issuable	Ordinary shares	Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00607					
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
1). Share Option Scheme adopted on 17/08/2018 Exercise price: HK\$2.97	9,773,357	Others	-1,787,256	7,986,101	0	7,986,101	0
		Please see remarks below					
General Meeting approval date (if applicable)		17 August 2018					

Total A (Ordinary shares): _____ 0

Total funds raised during the month from exercise of options: HKD _____ 0

Remarks:

The share options set out in section III(A) are subject to the terms of the Share Option Scheme including the conditions for vesting and exercise thereunder. The Share Option Scheme expired on 16 August 2023 and no further share options may be granted under the Share Option Scheme thereafter. The outstanding share options shall remain valid, and the vesting and exercise of which remain subject to the conditions for vesting and exercise in accordance with the Share Option Scheme.

The exercise price of the outstanding share options and the number of shares falling to be issued upon the exercise of the outstanding share options are adjusted pursuant to relevant terms of the Share Option Scheme as a result of the completion of subscription on 19 October 2023.

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share

1. Class of shares issuable (Note 5 and 6)		Ordinary shares		Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)				00607					
Type of Issue		At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month		
		Currency	Amount						
1).	Placing/Subscription	HKD	0.03515	19 October 2023	30 June 2023	5,306,000,000	0		

Total E (Ordinary shares): 5,306,000,000

Remarks:

A total of 5,306,000,000 shares were allotted and issued to Ms. Zhang Hongyun, Mr. Wu Jianzhong and Ms. Dai Mengli at the subscription price of HK\$0.03515 per subscription share pursuant to the terms and conditions of the Subscription Agreements dated 28 July 2023 (as supplemented on 29 September 2023). For details, please refer to the announcements of the Company dated 28 July 2023, 29 September 2023 and 19 October 2023.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) 5,306,000,000

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. 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 Main Board Rule 13.25A, it has been duly authorised 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; and
- (vi) all the definitive documents of title have been delivered in accordance with the terms of issue.

Submitted by: Seto Ying

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
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 Main Board Rule 13.25A / GEM Rule 17.27A 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 submit additional document.

5. In the context of repurchase of shares:

- . “shares issuable to be listed on SEHK” should be construed as “shares repurchased listed on SEHK”; and
- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares repurchased (if listed on SEHK)”; and
- . “class of shares issuable” should be construed as “class of shares repurchased”; and
- . “issue and allotment date” should be construed as “cancellation date”

6. In the context of redemption of shares:

- . “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and
- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “class of shares issuable” should be construed as “class of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”