



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 January 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: EC Healthcare

Date Submitted: 06 February 2024

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	02138	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	38,000,000,000	HKD	0.00001	HKD	380,000	
Increase / decrease (-)				HKD		
Balance at close of the month	38,000,000,000	HKD	0.00001	HKD	380,000	

Total authorised/registered share capital at the end of the month: HKD 380,000

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	02138	Description				
Balance at close of preceding month			1,185,211,265			
Increase / decrease (-)						
Balance at close of the month			1,185,211,265			

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)		02138					
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	25,712,500	Lapsed	-3,450,000	22,262,500	0	22,262,500	0
General Meeting approval date (if applicable)		19 February 2016					

2. 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)		02138					
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	59,260,563			59,260,563	0	0	59,260,563
General Meeting approval date (if applicable)		29 May 2023					

Total A (Ordinary shares): _____ 0

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

Remarks:

Remarks (1-21) for Share Option Scheme approved on 19 February 2016

(B). Warrants to Issue Shares of the Issuer which are to be Listed

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)		02138				
Description of Warrants	Currency	Nominal value at close of preceding month	Movement during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto (B)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). OrbiMed Warrants in an aggregate principal amount of HK\$36,400,000	HKD	36,400,000		36,400,000		5,899,513
Stock code of the Warrant (if listed on SEHK) (Note 1)						
Subscription price	HKD	6.17				
Date of expiry	08 February 2026					
General Meeting approval date (if applicable)	27 January 2021					

2. 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)		02138				
Description of Warrants	Currency	Nominal value at close of preceding month	Movement during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto (B)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). Issue of warrants pursuant to the Sale and Purchase Agreement dated 17 July 2020	HKD	25,200,000		25,200,000		6,000,000
Stock code of the Warrant (if listed on SEHK) (Note 1)						
Subscription price	HKD	4.2				
Date of expiry	02 September 2025					
General Meeting approval date (if applicable)	25 August 2020					

Total B (Ordinary shares): _____

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

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)		02138				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). GS Convertible Bonds in an aggregate principal amount of HK\$234,000,000	HKD	234,000,000		234,000,000		41,493,930
Type of convertibles	Others (Please specify)		Ordinary Shares			
Stock code of the Convertibles (if listed on SEHK) (Note 1)	_____					
Subscription/Conversion price	HKD	5.639379				
General Meeting approval date (if applicable)	27 January 2021					
2). OrbiMed Convertible Bonds in an aggregate principal amount of HK\$31,200,000	HKD	31,200,000		31,200,000		5,483,304
Type of convertibles	Others (Please specify)		Ordinary Shares			
Stock code of the Convertibles (if listed on SEHK) (Note 1)	_____					
Subscription/Conversion price	HKD	5.69				
General Meeting approval date (if applicable)	27 January 2021					

Total C (Ordinary shares): _____

(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 Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) <u>0</u>

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 and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, 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;
- (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:

1. Pursuant to the announcement of the Company dated 26 September 2016, 7,890,000 share options were granted on 26 September 2016 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity period as follows:
 - i. 540,000 share options of which the exercise period has expired; and
 - ii. 7,350,000 share options being exercisable in ten equal tranches from 1 January 2017 to 31 December 2026.
2. Pursuant to the announcement of the Company dated 18 September 2017, 2,595,000 share options were granted on 18 September 2017 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity period as follows:
 - i. 735,000 share options being exercisable in one tranche from 1 January 2027 to 17 September 2027; and
 - ii. 1,860,000 share options of which the exercise period has expired.
3. Pursuant to the announcement of the Company dated 5 December 2017, 300,000 share options were granted on 5 December 2017 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity period as follows:
 - i. 100,000 share options being exercisable from 1 April 2018 to 4 December 2027;
 - ii. 100,000 share options being exercisable from 1 April 2019 to 4 December 2027; and
 - iii. 100,000 share options being exercisable from 1 April 2020 to 4 December 2027.

4. Pursuant to the announcement of the Company dated 11 April 2018, 200,000 share options were granted on 11 April 2018, the exercise period of which has expired.
5. Pursuant to the announcement of the Company dated 17 April 2018, 60,000 share options were granted on 17 April 2018, the exercise period of which has expired.
6. Pursuant to the announcement of the Company dated 24 May 2018, 1,000,000 share options were granted on 24 May 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
 - i. 100,000 share options being exercisable from 3 July 2018 to 23 May 2028;
 - ii. 200,000 share options being exercisable from 2 January 2019 to 23 May 2028;
 - iii. 300,000 share options being exercisable from 2 January 2020 to 23 May 2028; and
 - iv. 400,000 share options being exercisable from 4 January 2021 to 23 May 2028.
7. Pursuant to the announcement of the Company dated 10 July 2018, 100,000 share options were granted on 10 July 2018, the exercise period of which has expired.
8. Pursuant to the announcement of the Company dated 21 August 2018, 800,000 share options were granted on 21 August 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
 - i. 275,000 share options being exercisable from 2 January 2019 to 20 August 2028;
 - ii. 275,000 share options being exercisable from 2 January 2020 to 20 August 2028;
 - iii. 125,000 share options being exercisable from 4 January 2021 to 20 August 2028;
 - iv. 125,000 share options being exercisable from 3 January 2022 to 20 August 2028.
9. Pursuant to the announcement of the Company dated 7 September 2018, 100,000 share options were granted on 7 September 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
 - i. 25,000 share options being exercisable from 2 January 2019 to 6 September 2028;
 - ii. 25,000 share options being exercisable from 2 January 2020 to 6 September 2028;
 - iii. 25,000 share options being exercisable from 4 January 2021 to 6 September 2028;
 - iv. 25,000 share options being exercisable from 3 January 2022 to 6 September 2028;
10. Pursuant to the announcement of the Company dated 2 October 2018, 1,575,000 share options were granted on 2 October 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
 - i. 210,000 share options being exercisable from 2 January 2019 to 1 October 2028;
 - ii. 210,000 share options being exercisable from 2 January 2020 to 1 October 2028;
 - iii. 210,000 share options being exercisable from 4 January 2021 to 1 October 2028;
 - iv. 210,000 share options being exercisable from 3 January 2022 to 1 October 2028;
 - v. 735,000 share options being exercisable from 3 January 2028 to 1 October 2028;
11. Pursuant to the announcement of the Company dated 28 November 2018, 1,620,000 share options were granted on 28 November 2018 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :
 - i. 30,000 share options being exercisable from 2 January 2019 to 27 November 2028;
 - ii. 130,000 share options being exercisable from 2 January 2020 to 27 November 2028;
 - iii. 230,000 share options being exercisable from 4 January 2021 to 27 November 2028;
 - iv. 430,000 share options being exercisable from 3 January 2022 to 27 November 2028;
 - v. 400,000 share options being exercisable from 2 January 2023 to 27 November 2028;
 - vi. 300,000 share options being exercisable from 2 January 2024 to 27 November 2028;
 - vii. 100,000 share options being exercisable from 2 January 2025 to 27 November 2028;
12. Pursuant to the announcement of the Company dated 2 July 2019, 150,000 share options were granted on 2 July 2019, the exercise period of which has expired.

13. Pursuant to the announcement of the Company dated 12 July 2019, 1,000,000 share options were granted on 12 July 2019 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 250,000 share options being exercisable from 2 January 2020 to 11 July 2024;
- ii. 250,000 share options being exercisable from 4 January 2021 to 11 July 2024;
- iii. 250,000 share options being exercisable from 3 January 2022 to 11 July 2024;
- iv. 250,000 share options being exercisable from 2 January 2023 to 11 July 2024;

14. Pursuant to the announcement of the Company dated 16 October 2019, 1,735,000 share options were granted on 16 October 2019 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 200,000 share options being exercisable from 16 October 2019 to 15 October 2029;
- ii. 50,000 share options being exercisable from 4 January 2021 to 15 October 2029;
- iii. 100,000 share options being exercisable from 3 January 2022 to 15 October 2029;
- iv. 150,000 share options being exercisable from 3 January 2023 to 15 October 2029;
- v. 500,000 share options being exercisable from 2 January 2024 to 15 October 2029;
- vi. 735,000 share options being exercisable from 2 January 2029 to 15 October 2029;

15. Pursuant to the announcement of the Company dated 5 March 2020, 150,000 share options were granted on 5 March 2020 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 150,000 share options being exercisable immediately upon acceptance to 7 November 2029.

16. Pursuant to the announcement of the Company dated 15 March 2021, 2,500,000 share options were granted on 15 March 2021 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 312,500 share options being exercisable from 15 March 2022 to 14 March 2031;
- ii. 312,500 share options being exercisable from 15 March 2023 to 14 March 2031;
- iii. 312,500 share options being exercisable from 15 March 2024 to 14 March 2031;
- iv. 312,500 share options being exercisable from 15 March 2025 to 14 March 2031;
- v. 312,500 share options being exercisable from 15 March 2026 to 14 March 2031;
- vi. 312,500 share options being exercisable from 15 March 2027 to 14 March 2031;
- vii. 312,500 share options being exercisable from 15 March 2028 to 14 March 2031;
- viii. 312,500 share options being exercisable from 15 March 2029 to 14 March 2031.

17. Pursuant to the announcement of the Company dated 29 July 2021, 380,000 share options were granted on 29 July 2021 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 95,000 share options being exercisable from 29 July 2021 to 28 July 2031;
- ii. 95,000 share options being exercisable from 3 January 2022 to 28 July 2031;
- iii. 95,000 share options being exercisable from 2 January 2023 to 28 July 2031;
- iv. 95,000 share options being exercisable from 2 January 2024 to 28 July 2031;

18. Pursuant to the announcement of the Company dated 24 September 2021, 10,000,000 share options were granted on 24 September 2021 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 1,500,000 share options being exercisable from 26 September 2022 to 23 September 2031;
- ii. 1,500,000 share options being exercisable from 25 September 2023 to 23 September 2031;
- iii. 1,500,000 share options being exercisable from 24 September 2024 to 23 September 2031;
- iv. 1,500,000 share options being exercisable from 24 September 2025 to 23 September 2031;
- v. 1,500,000 share options being exercisable from 24 September 2026 to 23 September 2031;

- vi. 500,000 share options being exercisable from 24 September 2027 to 23 September 2031;
- vii. 500,000 share options being exercisable from 25 September 2028 to 23 September 2031;
- viii. 500,000 share options being exercisable from 24 September 2029 to 23 September 2031;
- ix. 500,000 share options being exercisable from 24 September 2030 to 23 September 2031;
- x. 500,000 share options being exercisable from 23 September 2031 to 23 September 2031.

19. Pursuant to the announcement of the Company dated 1 December 2021, 10,950,000 share options were granted on 1 December 2021 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 2,275,000 share options being exercisable from 1 December 2022 to 30 November 2031;
- ii. 2,275,000 share options being exercisable from 1 December 2023 to 30 November 2031;
- iii. 2,275,000 share options being exercisable from 1 December 2024 to 30 November 2031;
- iv. 2,275,000 share options being exercisable from 1 December 2025 to 30 November 2031;
- v. 1,650,000 share options being exercisable from 1 December 2026 to 30 November 2031;
- vi. 50,000 share options being exercisable from 1 December 2027 to 30 November 2031;
- vii. 50,000 share options being exercisable from 1 December 2028 to 30 November 2031;
- viii. 50,000 share options being exercisable from 1 December 2029 to 30 November 2031;
- ix. 50,000 share options being exercisable from 1 December 2030 to 30 November 2031.

20. Pursuant to the announcement of the Company dated 1 August 2022, 3,500,000 share options were granted on 1 August 2022 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 740,000 share options being exercisable from 31 July 2023 to 31 July 2032;
- ii. 740,000 share options being exercisable from 31 July 2024 to 31 July 2032;
- iii. 740,000 share options being exercisable from 31 July 2025 to 31 July 2032;
- iv. 640,000 share options being exercisable from 31 July 2026 to 31 July 2032;
- v. 640,000 share options being exercisable from 31 July 2027 to 31 July 2032.

21. Pursuant to the announcement of the Company dated 5 January 2023, 1,800,000 share options were granted on 5 January 2023 to entitle the holder(s) thereof to subscribe for one (1) share for each share option, with validity periods as follows :

- i. 300,000 share options being exercisable from 5 January 2024 to 4 January 2033;
- ii. 300,000 share options being exercisable from 5 January 2025 to 4 January 2033;
- iii. 300,000 share options being exercisable from 5 January 2026 to 4 January 2033;
- iv. 300,000 share options being exercisable from 5 January 2027 to 4 January 2033;
- v. 300,000 share options being exercisable from 5 January 2028 to 4 January 2033; and
- vi. 300,000 share options being exercisable from 5 January 2029 to 4 January 2033.

Submitted by: Siu Chun Pong Raymond

Title: 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”