

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :		30/11/2019			
To : Hong Kong Exchanges	and Clea	ring Limited			
Name of Issuer	Zhou He	ei Ya International	Holdings Cor	npany Limited	
Date Submitted	03/12/20	19			
I. Movements in Authorised	I. Movements in Authorised Share Capital				
1. Ordinary Shares					
(1) Stock code :1458	Descrip	otion:	Ordinary	Shares	
		No. of ordinary shares	Par value (US\$)	Authorised share capital (US\$)	
Balance at close of precedir	ng month	50,000,000,000	0.000001	50,000	
Increase/(decrease)				<u>-</u>	
Balance at close of the mon	th	50,000,000,000	0.000001	50,000	
(2) Stock code : N/A	Descrip	otion :	N/A	<u> </u>	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of precedir	ng month	N/A		N/A	
Increase/(decrease)		N/A		N/A	
Balance at close of the mon	th	N/A		N/A	

2. Preference Shares						
Stock code : N/A Descript	ion :	N/A				
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month _	N/A		N/A			
Increase/(decrease)	N/A	_	N/A			
Balance at close of the month _	N/A		N/A			
3. Other Classes of Shares						
Stock code : N/A Descript	ion :	N/A	A			
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month _	N/A		N/A			
Increase/(decrease)	N/A	_	N/A			
Balance at close of the month _	N/A		N/A			
Total authorised share capital at the er (US\$):	nd of the month		50,000			

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	e No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	2,383,140,500	N/A	N/A	N/A
Increase/ (decrease) during the month		N/A	N/A	N/A
Balance at close of the month	2,383,140,500	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	tion Schemes of	the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	issued pursuant
including EGM	ľ	Movement durin	a the month		thereto	thereto as at close of
approval date -			<u>J</u>		_	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1. </u>						
(/ /)						
shares						
(Note 1)						-
(14010-1)						
2.						
<u>Z.</u>						
(/ /)						
shares						
(Note 1)	_					
3.						
(/ /)						
shares						
(Note 1)						
		Iotal	A. (Ordina			
				ce shares)		
			(Ot	ther class)	N/A	
Total funds raised d	uring the mo	nth from exercis	e			
of options (State cur				N/A		

Description of warrants (Date of expiry - dd/mm/yyyy)	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						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date			•			
(if applicable) (dd/mm/yyyy) 2. N/A	(/ /)				
(/ /)						_
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
						_
(/ /) Stock code (if listed) Class of shares						
`						
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)	(/ /)				
		Total E	3. (Ordina	ary shares)	N/A	
			(Preferen	ce shares)	N/A	- -
			(C	ther class)	N/A	

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
1. N/A	<u></u>					
	<u> </u>					
	<u> </u>					
Stock code (if listed)	<u> </u>					-
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
2. N/A	<u> </u>					
	<u> </u>					
-	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A	<u></u>					
	<u> </u>					
	<u></u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A	<u></u>					
	<u> </u>					
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
		•	Total C. (Ordina		N/A	_
				ce shares)	N/A	_
			(O	ther class)	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)

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

sha	of new ares of	
is duri m pui th	ssuer ssued ring the nonth rsuant nereto	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 Issue and allotment date : (dd/mm/yyyy)		
EGM approval date: (/ /) (dd/mm/yyyy)	27/4	27/4
_	N/A	N/A
Class of shares issuable (Note 1)		
2. Open offer At price: State Issue and allotment (/ /) date: (dd/mm/yyyy)		
EGM approval date: (/ /) (dd/mm/yyyy)		
_	N/A	N/A
Class of shares issuable (Note 1)		
3. Placing At price: State Issue and allotment (/ /) date: (dd/mm/yyyy)		
EGM approval date: (/ /) (dd/mm/yyyy)		
_	N/A	N/A
Class of shares issuable (Note 1)		
4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy)		
EGM approval date: (/ /) (dd/mm/yyyy)	NT / A	% T / A
-	N/A	N/A

	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)	(/ /)	N/A	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
							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)	(/ /)		
							N/A	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)	(/ /)		
				(dd/IIII/yyyy)			N/A	N/A

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)		-	
9. Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	/ /)	
	Low approval date.	/ /)	
	(dd/mm/yyyy)		N/A	N/A
	Class of shares — issuable (Note 1)		-	
10. Other (Please specify) At price : State currency	Issue and allotment date : (dd/mm/yyyy)	/ /)	
	EGM approval date: (dd/mm/yyyy)	/ /) <u>N/A</u>	N/A
	Total E.	(Ordin		
	(Preferer		res) <u>N/A</u> res) <u>N</u> /A	_
	•		nss) N/A	_
Total increase / (decrease) in ordinary shares dur	ing the month (i.e. Total of A	to E):	(1)	N/A
			(2)	N/A
Total increase / (decrease) in preference shares of	during the month (i.e. Total o	f A to E):	N/A
Total increase / (decrease) in other classes of sha E):	ares during the month (i.e. To	otal of A	to	N/A
(These figures should be the same as the relevan Capital").)	nt figures under II above ("M	ovemer	nts in <mark>Tssued S</mark>	hare

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 grapting 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: Cheung Kai Cheong Willie
Title: Company Secretary (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.