# HKEX 香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

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

31/12/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Zhou Hei Ya International Holdings Company Limited
Date Submitted	06/01/2020

I. Movements in Authorised Share Capital

1.	Ordinary	Shares

(1) Stock code : <u>1458</u> Descrip	otion :	Ordinary \$	Shares
	No. of ordinary shares	Par value <i>(US\$)</i>	Authorised share capital <i>(US\$)</i>
Balance at close of preceding month	50,000,000,000	0.000001	50,000
Increase/(decrease)			
Balance at close of the month	50,000,000,000	0.000001	50,000
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A	
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	N/A Par value (State currency)	Authorised share capital (State currency)
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value <i>(State</i>	Authorised share capital
	No. of ordinary shares	Par value <i>(State</i>	Authorised share capital <i>(State currency)</i>

### 2. Preference Shares

Stock code : <u>N/A</u> De	escription :	ion :N/A		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
Balance at close of preceding m	onth 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	Description :	ion : N/A		
	No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
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 end of the month (US\$):

50,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	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	ler Share Opt	ion Schemes of	the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	Ν	Novement during	g the month		thereto	thereto as at close of
approval date					_	the month
(dd/mm/yyyy) and						
class of shares		<b>F</b>				
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1.</u>						
( / / )						
shares						
(Note 1)					·	
2.						
<u> </u>						
·						
shares						
(Note 1)						
3.						
shares						
	<u> </u>		<u> </u>			
(Note 1)		<b>T</b> - (-)	A (On all a s		<b>NT / A</b>	
		Iotal	A. (Ordina		N/A	
			(Preference		N/A	
			•	her class)	N/A	
Total funds raised d		nth from exercis	е			
of options (State cu	rrency)			N/A		

Warrants to Issue Shares of the	lssuer which	are to be l	_isted		
Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of nominal value	Nominal v at close precedii month	of Exercised ng during the		No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. IN/A					
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	( / /	)			
2. N/A	( / /	)			
					 <u> </u>
( / / ) Stock code (if listed)					
Class of shares					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy) 3. N/A	( / /	)			
<u>3. IV/A</u>					
Class of shares					
Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)	( / /	)			
<u>4. N/A</u>					
Stock code (if listed)					
Class of shares issuable (Note 1)					
Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	( / /	)			
	•			I \	
		Т		ary shares) nce shares)	-
				Other class)	-
			(-	-/	-

Amount at currency of amount     Amount at close of amount     Converted close of preceding month     Amount at during the close of the month     Issued pursuant pursuant       1. N/A     Itereto     Converted amount     Amount at during the close of the month     Itereto     Issued close of the month       1. N/A     Itereto     Itereto     Itereto     Itereto     Itereto       Stock code (if listed)     Itereto     Itereto     Itereto     Iteret	Convertibles (i.e. Convertible	into Shares of th	e Issuer whi	ich are to be Liste	ed)		
Stock code (if listed)           Class of shares           issuable (Note 1)           Subscription price           EGM approval date           (if applicable)           (dd/mm/yyyy)           (if listed)           Class of shares           issuable (Note 1)           Stock code (if listed)           Class of shares           issuable (Note 1)           Subscription price           EGM approval date           (if applicable)           (dd/mm/yyyy)           (I / / )           3. N/A           Stock code (if listed)           Class of shares           issuable (Note 1)           Subscription price           EGM approval date           (if applicable)           (dd/mm/yyyy)           (if applicable) <t< td=""><td></td><td>amount</td><td>close of preceding</td><td>Converted during the</td><td>close of the</td><td>shares of issuer issued during the month pursuant</td><td>shares of issuer which may be issued pursuant thereto as at close of the</td></t<>		amount	close of preceding	Converted during the	close of the	shares of issuer issued during the month pursuant	shares of issuer which may be issued pursuant thereto as at close of the
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (ft applicable)         (dd/mm/yyyy))         (1 / / )         2. N/A	<u>1. N/A</u>						
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (ft applicable)         (dd/mm/yyyy))         (1 / / )         2. N/A							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (ft applicable)         (dd/mm/yyyy))         (1 / / )         2. N/A							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (ft applicable)         (dd/mm/yyyy))         (1 / / )         2. N/A							
issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (d/mm/yyyy)         2. N/A							
Subscription price         EGM approval date         (if applicable)         (dd/mm/yyy))         ( / / )         2. N/A							
EGM approval date (if applicable) (dd/mm/yyyy)       ( / / / _)         2. N/A							
(if applicable) (dd/mm/yyyy))       ( / / / )         2. N/A							
(dd/mm/yyyy))       ( / / )         2. N/A							
2. N/A							
Stock code (if listed)	(dd/mm/yyyy))	( / / )					
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A             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)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (if applicable)         (dd/mm/yyyy)         (// / )         Total C. (Ordinary shares)         N/A         (Preference shares)	2. N/A						
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A             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)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (if applicable)         (dd/mm/yyyy)         (// / )         Total C. (Ordinary shares)         N/A         (Preference shares)							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A             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)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (if applicable)         (dd/mm/yyyy)         (// / )         Total C. (Ordinary shares)         N/A         (Preference shares)							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A             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)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (if applicable)         (dd/mm/yyyy)         (// / )         Total C. (Ordinary shares)         N/A         (Preference shares)							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A             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)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (if applicable)         (dd/mm/yyyy)         (// / )         Total C. (Ordinary shares)         N/A         (Preference shares)	Stock code (if listed)					·	
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) 3. N/A							
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)       ( / / )         3. N/A							
(if applicable) (dd/mm/yyyy)       ( / / / )         3. N/A							
(dd/mm/yyyy)       ( / / )         3. N/A							
3. N/A		( / / )					
Stock code (if listed)		(					
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (1 / / )         4. N/A	<u>3. IV/A</u>						
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (1 / / )         4. N/A		_					
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (1 / / )         4. N/A		_					
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (1 / / )         4. N/A							
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (d/mm/yyyy)( / /) 4. N/A 4. N/A   Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)( / /) Total C. (Ordinary shares)N/A							
Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (I / / )         4. N/A							
EGM approval date         (if applicable)         (dd/mm/yyyy)         4. N/A							
(if applicable) (dd/mm/yyyy)( / /) <u>4. N/A</u>							
(dd/mm/yyyy)       ( / / / )         4. N/A							
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) N/A (Preference shares) N/A	4. N/A						
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A	Stock code (if listed)						
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)       ( / / )         Total C. (Ordinary shares)       N/A         (Preference shares)       N/A							
EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
(if applicable) (dd/mm/yyyy) <u>( / / )</u> Total C. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u>							
(dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Total C. (Ordinary shares)       N/A         (Preference shares)       N/A		( / / )					
(Preference shares) N/A		· /		Total C. (Ordina	(rv shares)	N/A	
							-
				•	·		_
				(0)		1 1/ 2 1	-

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. N/A		
1. <u>N/A</u>	4	
	-	
	4	
	-	
shares (Note 1)		· · · · · · · · · · · · · · · · · · ·
2. <u>N/A</u>		
shares (Note 1)		
3. N/A		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Otl	ner Movements Type of Issue	in Issued Sha	are Capital				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)				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				(22			<u>N/A</u>	N/A
				Class of shares				
			Stata	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)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</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)	( / /	)	N/A	N/A
							11/2	

							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
	Type of Issue							month
5.	Scrip dividend	At price :	State currency ———	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /		N/A	N/A
6.	Repurchase of shares			Class of shares repurchased (Note 1) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
7.	Redemption of shares			Class of shares redeemed (Note 1) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
8.	Consideration issue	At price :	State currency ———	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/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
9.	Capital		Class of share issuable (Note 1) Issue and allotment		/ )		
	reorganisation		date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / ,	/ )		N1/4
						<u>N/A</u>	<u>N/A</u>
	<b>0</b>		Class of share issuable (Note 1)	s			
10.	. Other (Please specify) At price :	State	Issue and allotment date : (dd/mm/yyyy)	( / )	/ )		
			EGM approval date: (dd/mm/yyyy)	( / )	/ )	N/A	N/A
			Tota (Pre	ference	Ordinar shares shares er class	5) <u>N/A</u> 5) <u>N/A</u>	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	N/A
(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):					
Submitted by: Cheung Kai Cheong Willie					
Title: <u>Company Secretary</u> (Director, Secretary or other duly authorised officer)					
(בוופטנטו, סבטרבומוץ טו טוופו עעוץ מעווטווסבע טוונפו)					

#### 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.