

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :		30/11/2020						
To : Hong Kong Exchanges	and Clea	ring Limited						
Name of Issuer	Zhou He	ı Hei Ya International Holdings Company Limited						
Date Submitted _	1/12/202	0						
I. Movements in Authorised	Share Ca	apital						
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 precedin	g month	50,000,000,000	0.000001	50,000				
Increase/(decrease)		Nil		Nil				
Balance at close of the mont	h	50,000,000,000	0.000001	50,000				
(2) Stock code : N/A	_Descrip	otion :	N/A	A				
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of precedin	g month	N/A		N/A				
Increase/(decrease)		N/A		N/A				
Balance at close of the mont	h	N/A		N/A				

2. Preference Shares			
Stock code : N/A Descript	ion :	N/A	A
	No. of preference shares	Par value (State currency)	capital
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	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	Nil	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 (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant thereto thereto as at close of including EGM Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. (/ /) shares (Note 1) shares (Note 1) shares (Note 1) Total A. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) N/A

Warrants to Issue Shares of the	<u>e Issuer </u> which	are to be Listed	<u></u>			
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	(/ /)	_			
						_
Stock code (if listed) Class of shares issuable (Note 1)			_			
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A						
(/ /)						_
,			_			
issuable (Note 1)			_			
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 I	3. (Ordina	ary shares)	N/A	
			(Preferen	ce shares)	N/A	- -
			(C	Other class)	N/A	_

Convertibles (i.e. Convertibles)	ble ir	าto S	Sha	res o	of the	Issuer wh	hich	are to be Liste	ed)		
Class and description		Cı	urre amo	ncy ount andir	of	Amount a close of preceding month	at	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. HK\$1,550,000,000 in											
aggregate principal amou	ınt										
of 1.00% convertible bon	ıds										
due 2025		Н	K\$			Nil		Nil	1,550,000,000	Nil	149,038,461
Stock code (if listed)		_		460					1,000,000,000		117,000,101
Class of shares											
	Ordi	inar	v sh	ares	S						
	Con	vers	sion	pric	e e						
					0 per						
					ject to	0					
	adju				,	-					
AGM approval date			-	-,							
(if applicable)											
(dd/mm/yyyy))		(/	/)						
2. N/A											
-											
		_									-
Stock code (if listed)											
Class of shares											
issuable (Note 1)											
Subscription price											
EGM approval date											
(if applicable)		,	,	,							
(dd/mm/yyyy)		(/	/)						
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											
Ctook and a (if lints a)		_									
Stock code (if listed)											
Class of shares											
issuable (Note 1)											
Subscription price											
EGM approval date											
(if applicable)		,	,	,	١						
(dd/mm/yyyy)		(/	/)		т.	stal C (O==!===	m, oboros)	NI:I	
							IC	otal C. (Ordina		Nil	=
								•	ce shares)	N/A	_
								(Ot	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: 1. N/A	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
shares (Note 1)	-	
2. <u>N/A</u>		
shares (Note 1)		
		-
3. <u>N/A</u>		
	-	
shares (Note 1)	1	
Total D. (Ordinary shares)	N/A	<u>-</u>
(Preference shares)	N/A	-
(Other class)	N/A	<u>-</u>

Ot	her Movements	in Issued Sha	are Capital					
	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 a 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)	(/ /)		
				(dd/IIIII/yyyy)			N/A	N/A
				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)			N/A	N/A
				Class of shares issuable (Note 1)				
	D		State	Issue and allotment	(/ /)		
3.	Placing	At price :	currency	date : (dd/mm/yyyy)	•	,		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(100			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)	(/ /)	% T/ A	% T/A
							N/A	N/A
1								

Class of shares		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
Issue and allotment									
Class of shares N/A N/A									
Class of shares	5.	Scrip dividend	At price :			(/ /)		
Cancellation date : (/ /)					EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
Cancellation date : (/ /)									
Shares									
Class of shares 7. Redemption of shares 8. Consideration issue At price : State currency 8. Consideration issue 8. Consideration 9. Class of shares 1. State currency 2. State currency 3. State currency 4. State currency 5. State currency 6. State currency 7. State currency 8. State currency 9. State currency	6.					(/ /)		
Class of shares Tedeemed (Note 1) Tedeemed (Note 1)					EGM approval date: (dd/mm/yyyy)	(/ /)	NT/A	NY/A
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 —— lssue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								N/A	N/A
shares (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)									
EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 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)	7.				Redemption date : (dd/mm/yyyy)	(/ /)		
Class of shares ————————————————————————————————————					EGM approval date:	(/ /)		
issuable (Note 1) 8. Consideration issue At price : State currency Issue and allotment date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)					(0,,,,,,			N/A	N/A
8. Consideration issue At price: State currency Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
EGM approval date: (/ /) (dd/mm/yyyy)	8.		At price :		Issue and allotment	(/ /)		
				-	EGM approval date:	(/ /)		
					(dd/11111/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
1) 50 01 10000			
	Class of shares issuable (Note 1)		
9. Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /)		
	(dd/mm/yyyy)	N/A	N/A
10. Other (Please specify) At price: State	Class of sharesissuable (Note 1) — Issue and allotment (/ /)		
(Please specify) At price . currency	date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
	Total E. (Ordina	ırv	
		es) <u>N/A</u> es) <u>N/A</u>	- - -
Total increase / (decrease) in ordinary shares of	during the month (i.e. Total of A to E):	(1)	Nil
		(2)	N/A
Total increase / (decrease) in preference share	es during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of E):	shares during the month (i.e. Total of A t	0	N/A
(These figures should be the same as the rele	vant figures under II above ("Movements	s in <mark>Issued S</mark> i	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.