

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

**For the month ended (dd/mm/yyyy) :** 31/08/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Peace Map Holding Limited

Date Submitted 04/09/2017

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|  |                        |                            |   |
|--|------------------------|----------------------------|---|
| (1) Stock code : <u>402</u> Description : <u>Peacemap Hold</u> |                        |                            |   |
|  | No. of ordinary shares | Par value (HK\$)           | Authorised share capital (HK\$)           |
| Balance at close of preceding month                            | 30,000,000,000         | 0.25                       | 7,500,000,000.00                          |
| Capital Reorganisation<br>(EGM approval date: 10/07/2017)      | (See Remarks 4)        |                            | (See Remarks 4)                           |
| Balance at close of the month                                  | 750,000,000,000        | 0.01                       | 7,500,000,000.00                          |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>           |                        |                            |   |
|  | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month                            | _____                  | _____                      | _____                                     |
| Increase/(decrease)  | _____                  |                            | _____                                     |
| Balance at close of the month                                  | _____                  | _____                      | _____                                     |

2. Preference Shares

|                                     |            |                          |   |
|-------------------------------------|------------|--------------------------|---|
| Stock code :                        | <u>N/A</u> | Description :            | <u>N/A</u>                                |
|                                     |            | No. of preference shares | Par value (State currency)                |
|                                     |            |                          | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u>    | <u></u>                  | <u></u>                                   |
| Increase/(decrease)                 | <u></u>    | <u></u>                  | <u></u>                                   |
| Balance at close of the month       | <u></u>    | <u></u>                  | <u></u>                                   |

3. Other Classes of Shares

|                                     |            |                                |   |
|-------------------------------------|------------|--------------------------------|---|
| Stock code :                        | <u>N/A</u> | Description :                  | <u>N/A</u>                                |
|                                     |            | No. of other classes of shares | Par value (State currency)                |
|                                     |            |                                | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u>    | <u></u>                        | <u></u>                                   |
| Increase/(decrease)                 | <u></u>    | <u></u>                        | <u></u>                                   |
| Balance at close of the month       | <u></u>    | <u></u>                        | <u></u>                                   |

Total authorised share capital at the end of the month ( HK\$) : 7,500,000,000.00



| Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|--------|--|---|
|  | Granted                   | Exercised | Cancelled                  | Lapsed |  |   |
| 2.Share Option Scheme<br>(25/02/2006)<br>Exercise Price of HK\$0.250                                     |                           |           |                            |        |  |   |
| Ordinary shares<br>(Note 1)  | N/A                       | N/A       | N/A                        | N/A    | N/A  | 14,520,000  |
| 3.Share Option Scheme<br>(25/02/2006)<br>Exercise Price of HK\$0.260                                     |                           |           |                            |        |  |   |
| Ordinary shares<br>(Note 1)  | N/A                       | N/A       | N/A                        | N/A    | N/A  | 287,200,000   |
| 4.Share Option Scheme<br>(26/05/2016)  |                           |           |                            |        |  |   |
| Ordinary shares<br>(Note 1)  | N/A                       | N/A       | N/A                        | N/A    | N/A  | N/A   |
|  |                           |           | Total A. (Ordinary shares) |        | N/A  |   |
|  |                           |           | (Preference shares)        |        | N/A  |   |
|  |                           |           | (Other class)              |        | N/A  |   |
| Total funds raised during the month from exercise of options (HK\$)                                      |                           |           |                            | N/A    |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(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<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| 2.<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| 3.<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| 4.<br>_____<br>_____  |                           |   |                            |                                     |  |   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                           |   |                            |                                     |  |   |
| Total B. (Ordinary shares) _____ N/A<br>(Preference shares) _____ N/A<br>(Other class) _____ N/A  |                           |   |                            |                                     |  |   |

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

| 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| <b>1. Convertible Notes</b>                    |                                |                                    |                            |                              |  |   |
| (See Remarks 3)                                |                                |                                    |                            |                              |  |   |
|  | HK\$                           | 560,580,400.00                     | N/A                        | 560,580,400.00               | N/A  | 509,618,545   |
| Stock code (if listed)                         | Unlisted                       |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     | Ordinary                       |                                    |                            |                              |  |   |
| Subscription price                             | HK\$1.10                       |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | (subject to adjustments)       |                                    |                            |                              |  |   |
|  | (28/05/2010)                   |                                    |                            |                              |  |   |
| <b>2. Tranche A Convertible</b>                |                                |                                    |                            |                              |  |   |
| Notes  |                                |                                    |                            |                              |  |   |
| (See Remarks 1 & 2)                            |                                |                                    |                            |                              |  |   |
|  | HK\$                           | 32,020,000.00                      | N/A                        | 32,020,000.00                | N/A  | 128,080,000   |
| Stock code (if listed)                         | Unlisted                       |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     | Ordinary                       |                                    |                            |                              |  |   |
| Subscription price                             | HK\$0.25                       |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | (subject to adjustments)       |                                    |                            |                              |  |   |
|  | (18/07/2013)                   |                                    |                            |                              |  |   |
| <b>3. Tranche B Convertible</b>                |                                |                                    |                            |                              |  |   |
| Notes  |                                |                                    |                            |                              |  |   |
| (See Remarks 1)                                |                                |                                    |                            |                              |  |   |
|  | HK\$                           | 67,980,000.00                      | N/A                        | 67,980,000.00                | N/A  | 271,920,000   |
| Stock code (if listed)                         | Unlisted                       |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     | Ordinary                       |                                    |                            |                              |  |   |
| Subscription price                             | HK\$0.25                       |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | (subject to adjustments)       |                                    |                            |                              |  |   |
|  | (18/07/2013)                   |                                    |                            |                              |  |   |
| <b>4.</b>                                      |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                |                                    |                            |                              |  |   |
|  | ( / / )                        |                                    |                            |                              |  |   |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | N/A  |   |
| (Preference shares)                            |                                |                                    |                            |                              | N/A  |   |
| (Other 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. N/A<br><br><br><br><br><br><br><br><br><br><br><br><br><div style="text-align: right;">( / / )<br/>shares (<i>Note 1</i>)</div> | N/A  | N/A   |
| 2.<br><br><br><br><br><br><br><br><br><br><br><br><br><div style="text-align: right;">( / / )<br/>shares (<i>Note 1</i>)</div>     |  |   |
| Total D. (Ordinary shares)   | N/A  |   |
| (Preference shares)  | N/A  |   |
| (Other class)  | N/A  |   |

Other Movements in Issued Share 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 |
|---------------|--------------|---------------------------------|--|--|---|
| Type of Issue |              |                                 |  |  |   |
| 1.            | Rights issue | At price : State currency _____ | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>( / / )  | <u>          N/A          </u><br><u>          N/A          </u>                          |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>( / / )  | <u>          N/A          </u><br><u>          N/A          </u>                          |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>( / / )  | <u>          N/A          </u><br><u>          N/A          </u>                          |
| 4.            | Bonus issue  |                                 | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>( / / )  | <u>          N/A          </u><br><u>          N/A          </u>                          |



| 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 |
|---------------|----------------------|---------------------------------|--|--|---|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased ( <i>Note 1</i> ) _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | N/A  | N/A   |
| 7.            | Redemption of shares |                                 | Class of shares redeemed ( <i>Note 1</i> ) _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | N/A  | N/A   |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>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 reorganisation                            | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| 10. Other (Please specify) At price : State currency | Class of shares issuable ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  | N/A   |
| Total E. (Ordinary shares)                           |  | N/A  |   |
| (Preference shares)                                  |  | N/A  |   |
| (Other class)  |  | N/A  |   |

|   |     |     |
|---|-----|-----|
| 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remarks (if any):

1. On 2 August 2013, the Company issued the Tranche A Convertible Notes in the aggregate principal amount of HK\$870,000,000 and the Tranche B Convertible Notes in the aggregate principal amount of HK\$300,000,000 to Bidfast Investment Limited, Kingspot Investment Limited, Grandest International Limited, Alliance Elegant Limited and Broadlink Enterprises Limited as part of the consideration to acquire all the issued shares of Sinbo Investment Limited.

(For more details, please refer to the Company's announcements dated 29 April 2013, 18 July 2013 and 4 August 2013 respectively and the circular dated 27 June 2013)

2. On 26 March 2014, the Company issued the Tranche A Convertible Notes in the aggregate principal amount of HK\$80,000,000 to Broadlink Enterprises Limited, Kingspot Investment Limited, Alliance Elegant Limited, Bidfast Investment Limited and Grandest International Limited as payment and settlement of the remaining balance of the consideration to acquire all the issued shares of Sinbo Investment Limited.

(For more details, please refer to the Company's announcements dated 29 April 2013, 18 July 2013, 4 August 2013 and 26 March 2014 respectively and the circular dated 27 June 2013)

3. On 25 March 2015, the board of directors of the Company resolved to extend the maturity date of the convertible notes by five years, from 17 June 2015 to 17 June 2020 or if that is not a business day, the business day next following such date and the Company has served prior written notice to all noteholders of the convertible notes pursuant to the terms of the convertible notes to effect such extension. No other terms and conditions of the convertible notes have been amended.

(For more details, please refer to the Company's announcements dated 29 December 2009, 11 May 2010 and 16 June 2015 and the circular dated 12 May 2010.)

4. The capital reorganisation of the Company became effective on 14 August 2017, involving, among other things, the reduction of the issued share capital of the Company through a cancellation of the paid-up capital of the Company to the extent of HK\$0.24 on each of the issued ordinary shares of HK\$0.25 each (the "Existing Share") such that the nominal value of each issued Existing Share is HK\$0.01 (the "Capital Reduction"). Immediately following the Capital Reduction taking effect, all the authorised but unissued share capital of the Company (which shall include the authorised but unissued share capital arising from the Capital Reduction) were cancelled in its entirety and forthwith upon such cancellation, the authorised share capital of the Company was increased to HK\$7,500,000,000 by the creation of such number of additional ordinary shares of HK\$0.01 in the share capital of the Company (the "New Shares") as was sufficient to increase the authorised share capital of the Company to HK\$7,500,000,000 divided into 750,000,000,000 New Shares.

(For more details, please refer to the Company's announcements dated 2 June 2017, 10 July 2017 and 14 August 2017 respectively and the circular dated 16 June 2017.)

Submitted by: Lau Ka Ho

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

Notes :

1. State the class of shares (e.g. ordinary, preference or other).
2. If there is insufficient space, please append the prescribed continuation sheet.