

# Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm	/yyyy) <b>:</b>	28 February 201	19		
To: Hong Kong Exchanges and Clearing Limited					
Name of Issuer	Freemar	ı FinTech Corpora	tion Limited		
Date Submitted	4 March	2019			
I. Movements in Authorised Sh	are Capita	al			
1. Ordinary Shares					
(1) Stock code : <b>279</b>	_Descrip	tion:	Ordinar	y Shares	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding n	nonth	500,000,000,000	HK\$0.01	HK\$5,000,000,000	
Increase/(decrease)		Nil		Nil	
Balance at close of the month		500,000,000,000	HK\$0.01	HK\$5,000,000,000	
		500,000,000,000	HK\$0.01	HK\$5,000,000,000	
Balance at close of the month	_Descrip	500,000,000,000	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of the month	_Descrip	500,000,000,000  tion:  No. of ordinary	Par value (State	Authorised share capital	
Balance at close of the month  (2) Stock code:	_Descrip	500,000,000,000  tion:  No. of ordinary	Par value (State	Authorised share capital	

#### 2 Preference Shares

Stock code :Descr	iption :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

### 3. Other Classes of Shares

Stock code :Descri	ption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month (*State currency*):

HK\$5,000,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,568,176,188	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	1,568,176,188	N/A	N/A	N/A	

Share Options (under Share Option Schemes of the Issuer)

Share Options (under Sh Particulars of share	are option of	enemes of the is	ssuci)		No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date	λ.	Iovement during	a the menth		thereto	as at close of the month
(dd/mm/yyyy) and	10	iovernent during	g the month			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme adopted						
on 31 August 2012						
Date of grant:						
(23/04/2015)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	68,827,582
(Note 1)						
2 Chana Ontion						
2. Share Option						
Scheme adopted						
on 31 August 2012						
Date of grant:						
(06/08/2018)		3.111	2.111		2.111	107 (01 510
Ordinary shares	NIL	NIL	NIL	NIL	NIL	126,681,513
(Note 1)						
3.						
shares						
(Note 1)		-				
		To	otal A. (Ordina	ry shares)	Nil	
			(Preferen		N/A	
			,	her class)	N/A	
Total funds raised during	the month fi	om exercise of		, <u>-</u>		
options (State currency)				Nil		

Warrants to Issue Shares of the Iss	suer which are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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.					
( / \ )					-
Stock code (if listed)					
Class of shares issuable (Note 1)					
Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)	( / / )				
2.					
	· <del></del>				-
Stock code (if listed)					
Class of shares issuable ( <i>Note 1</i> )					
Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)					
3.		\			
	•				
		$\overline{}$			
Stock code (if listed)					
Class of shares		·			
issuable ( <i>Note 1</i> ) Subscription price					
EGM approval date					
(if applicable)					
(dd/mm/yyyy)	( / / )				
s	•				
	· 				
( / / ) Stock and (if listed)					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	( / / )				
	Tot		inary shares)	Nil	_
			rence shares)	N/A	<del>-</del>
			(Other class)	N/A	_

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issuer which may be issued issued during the pursuant Amount at month thereto as at Currency of close of Converted Amount at pursuant close of the during the thereto close of the month amount preceding Class and description outstanding month month month 1. Secured Convertible Bonds under General Mandate issued on 14 June 2017 US\$ 99,000,000 99,000,000 1,188,000,000 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares HK\$0.65 Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) N/A 2. Secured Convertible Bonds under General Mandate issued on 12 September 2017 HK\$ 429,197,000 429,197,000 660,303,076 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$0.65 EGM approval date (if applicable) (dd/mm/yyyy) N/A 3. Secured Guaranteed Convertible Notes under General Mandate issued on 24 October 2018 185,847,419 185,847,419 211,190,249 HK\$ Stock code (if listed) Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$0.88 EGM approval date (if applicable) (dd/mm/yyyy) 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) Nil (Preference shares) (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)

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.		
shares (Note 1)		
2.		
2.		
shares (Note 1)		
3.		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Otl	ner Movements in	Issued Share	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 at close of the month
	Type of issue			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)	( / /	)		
							_	
				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)	( / /	)		
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date: (dd/mm/yyyx)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares issuable (Note 1)		_		
4.	Bonus issue			Issue and allotment date: (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		

	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)	( / /	)		
			<b>\</b>					
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				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)	( / /	)		

	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)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			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)			
				Ordinary share eference share (Other class	s)	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(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 I	ssued Share	e Capital").)

issuer d	eby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the during the month as set out in Part III which has not been previously disclosed in a return published under rule, 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):
Submitte	d by: Yang Haoying
Title:	Executive Director (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.