日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : ____31 January 2020

To : Hong Kong Exchanges and Clearing Limited

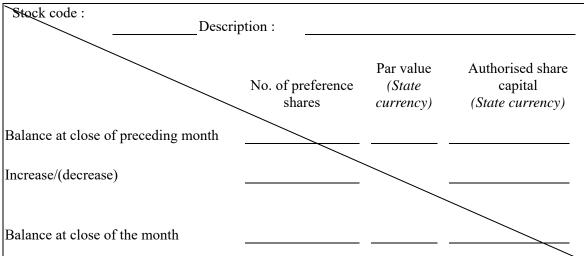
Name of Issuer	Freeman FinTech Corporation Limited
Date Submitted	3 February 2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>279</u> Descri) Stock code : 279 Description :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	500,000,000,000	<u>HK\$0.01</u>	HK\$5,000,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	500,000,000,000	<u>HK\$0.01</u>	<u>HK\$5,000,000,000</u>
(2) Stock code :Descri	ption :		
	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



3. Other Classes of Shares

Stock code :Descri	iption :		
	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 ordina	ary shares	No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,868,176,188	N/A	N/A	<u>N/A</u>	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	1,868,176,188	N/A	N/A	<u>N/A</u>	

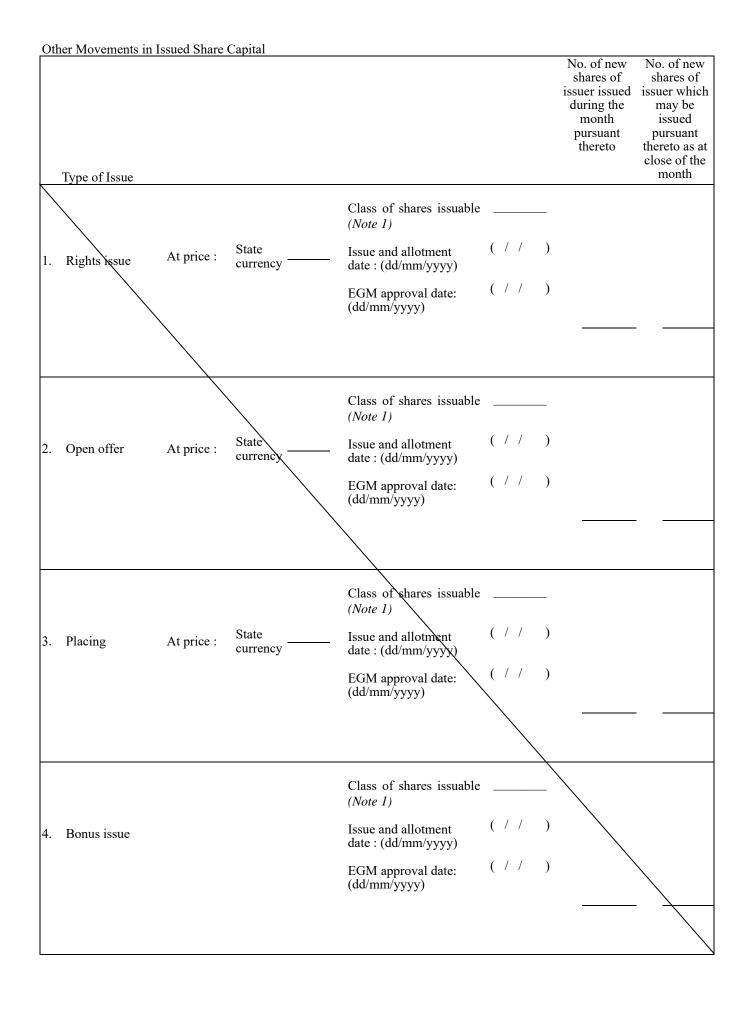
Share Options (under Sh	are Option So	chemes of the Is	suer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date	Ν	Iovement during	g the month		thereto	as at close of the month
(dd/mm/yyyy) and			2			
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	58,827,582
(Note 1)						
2. Share Option						
Scheme adopted						
on 31 August 2012						
Date of grant:						
(06/08/2018)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	100,431,572
(Note 1)	TUL	THE	THE	THE		100,101,072
(11010-1)						
3						
<u> </u>						
shares						
(Note 1)						
(11010-1)		Тс	otal A. (Ordina	ry shares)	Nil	
		п	(Preferen		N/A	
			`	her class)	N/A	
Total funda maiaad during	the ment f	an avanaige of	(01			
Total funds raised during	g me month fi	om exercise of		Nil		
options (State currency)				INII		

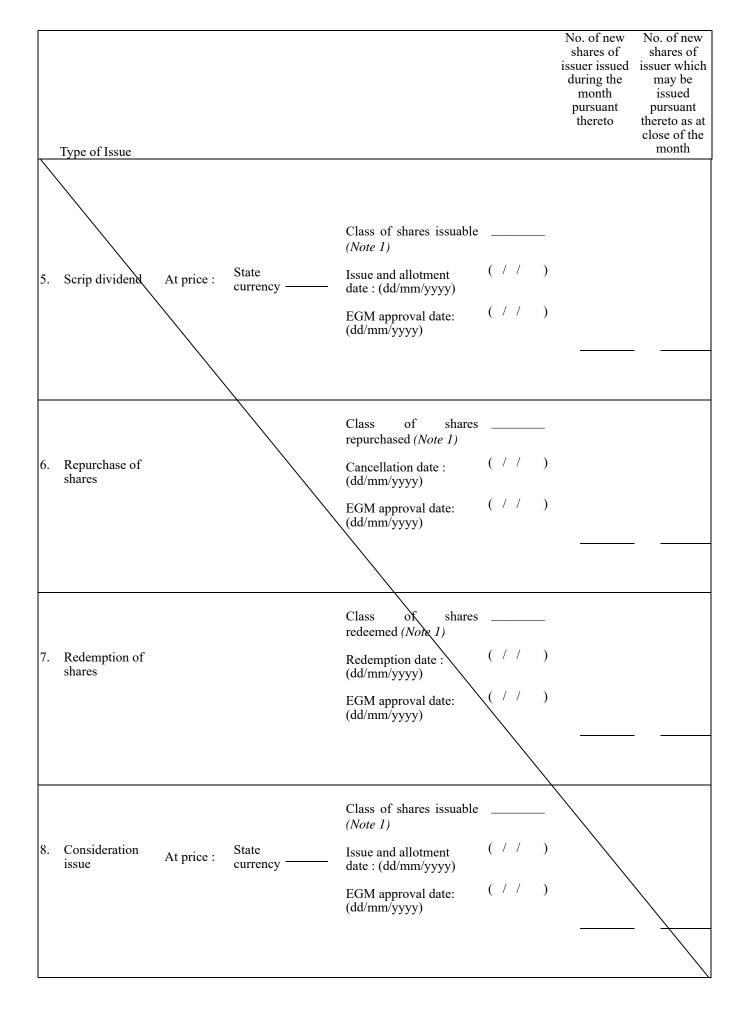
Warrants to Issue Shares of the Iss	suer which are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>x.</u>					
\rightarrow					
(/) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.					
		\backslash			
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)		\sim	`	
4.					
(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tot	(Prefer	nary shares) ence shares) (Other class)	Nil N/A N/A	-

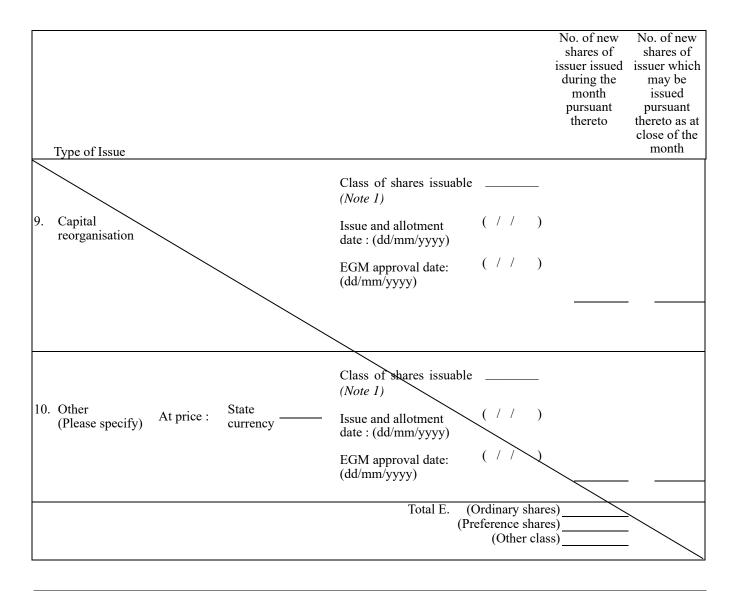
Convertibles (i.e. Convertible in	nto Shares of the Is	suer which are	e to be Listed)		No. of new	No. of new
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
1. Secured Guaranteed						
Convertible Notes under						
General Mandate issued						
on 24 October 2018		85,847,419		185,847,419		1,281,706,337
Stock code (if listed)	N/A					
issuable (<i>Note 1</i>)	Ordinary shares					
Subscription price	HK\$0.145					
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	N/A					
2						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	-					
3.	- \					
	_ `					
Stock code (if listed)		$- \overline{}$				
Class of shares		_ \	<			
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)			\backslash			
(dd/mm/yyyy)				\searrow		
4.				\sim		
·				\sim		
					$\overline{\}$	
Stock code (if listed)					$- \overline{}$ -	
Class of shares					\sim	
issuable (<i>Note 1</i>)						
Subscription price EGM approval date						$\overline{\}$
(if applicable)						\sim
(dd/mm/yyyy)	(/ /)					\sim
				rdinary shares) eference shares) (Other class)	Nil N/A N/A	

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

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)







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 Shar	re Capital").)

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:

Wong Xiang Hong

 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.