

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

For the month ended (dd/mm/yyyy) : 31/12/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Zenith Chemical Group Limited

Submit Date: 03/01/2018

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

(1) Stock code : <u>00362</u> Description : <u>China Zenith</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>5,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$500,000,000.00</u>
Increase/(decrease) ( )	<u>Nil</u>	<u></u>	<u>Nil</u>
Balance at close of the month	<u>5,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$500,000,000.00</u>
(2) Stock code : <u>- -</u> Description : <u>- -</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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>

## 2. Preference Shares

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

## 3. Other Classes of Shares

Stock code :    - -            Description :    - -			
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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\$500,000,000.00**

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<b>1,110,427,319</b>	--	--	--
Increase/ (decrease) during the month	--	--	--	--
Balance at close of the month	<b>1,110,427,319</b>	--	--	--

## III. Details of Movements in Issued Share Capital

### Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM 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		
1. Exercise Price <u>HK\$0.31</u>						
<u>Meeting approved (20/12/2012)</u>						
Ordinary shares <i>(Note 1)</i>	Nil	Nil	Nil	Nil	Nil	10,780,000
2. Exercise Price <u>HK\$0.345</u>						
<u>Meeting approved (20/12/2012)</u>						
Ordinary shares <i>(Note 1)</i>	Nil	Nil	Nil	Nil	Nil	53,900,000
3. <u>( / / )</u> shares <i>(Note 1)</i>	Nil	Nil	Nil	Nil	Nil	Nil
			Total A. (Ordinary shares)		--	
			(Preference shares)		--	
			(Other class)		--	
Total funds raised during the month from exercise of options (State currency)				--		

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

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. _____ _____	_____	_____	_____	_____	_____	_____
( / / )	_____	_____	_____	_____	_____	_____
Stock code (if listed)	_____	_____	_____	_____	_____	_____
Class of shares issuable (Note 1)	_____	_____	_____	_____	_____	_____
Subscription price	_____	_____	_____	_____	_____	_____
EGM approval date (if applicable)	_____	_____	_____	_____	_____	_____
(dd/mm/yyyy)	_____	( / / )	_____	_____	_____	_____
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)	_____	_____	_____	_____	_____	_____
Class of shares issuable (Note 1)	_____	_____	_____	_____	_____	_____
Subscription price	_____	_____	_____	_____	_____	_____
EGM approval date (if applicable)	_____	_____	_____	_____	_____	_____
(dd/mm/yyyy)	_____	( / / )	_____	_____	_____	_____
4. _____ _____	_____	_____	_____	_____	_____	_____
( / / )	_____	_____	_____	_____	_____	_____
Stock code (if listed)	_____	_____	_____	_____	_____	_____
Class of shares issuable (Note 1)	_____	_____	_____	_____	_____	_____
Subscription price	_____	_____	_____	_____	_____	_____
EGM approval date (if applicable)	_____	_____	_____	_____	_____	_____
(dd/mm/yyyy)	_____	( / / )	_____	_____	_____	_____
Total B. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____						

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
1. _____ _____ _____	_____	_____	_____	_____	_____	_____
Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
2. _____ _____ _____	_____	_____	_____	_____	_____	_____
Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
3. _____ _____ _____	_____	_____	_____	_____	_____	_____
Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
4. _____ _____ _____	_____	_____	_____	_____	_____	_____
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)	---	---
				(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)

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
<p>1.</p> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <p style="text-align: right;">( / / ) shares (<i>Note 1</i>)</p>		
<p>2.</p> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <p style="text-align: right;">( / / ) shares (<i>Note 1</i>)</p>		
<p>3.</p> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <p style="text-align: right;">( / / ) shares (<i>Note 1</i>)</p>		
<p style="text-align: right;">Total D. (Ordinary shares)</p> <p style="text-align: right;">(Preference shares)</p> <p style="text-align: right;">(Other class)</p>	<p style="text-align: center;">- -</p> <p style="text-align: center;">- -</p> <p style="text-align: center;">- -</p>	

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 (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	_____ _____
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	_____ _____
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	_____ _____
4.	Bonus issue		Class of shares issuable (Note 1) _____ 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
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) _____	( / / )	( / / )
6.	Repurchase of shares		Class of shares repurchased ( <i>Note 1</i> ) _____  Cancellation date : (dd/mm/yyyy) _____  EGM approval date: (dd/mm/yyyy) _____	( / / )	( / / )
7.	Redemption of shares		Class of shares redeemed ( <i>Note 1</i> ) _____  Redemption date : (dd/mm/yyyy) _____  EGM approval date: (dd/mm/yyyy) _____	( / / )	( / / )
8.	Consideration issue	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) _____	( / / )	( / / )



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 (Note 1)	_____	
	Issue and allotment date : (dd/mm/yyyy)	( / / )	
	EGM approval date: (dd/mm/yyyy)	( / / )	_____
10. Others (Please specify) At price : State currency _____	Class of shares issuable (Note 1)	_____	
	Issue and allotment date : (dd/mm/yyyy)	( / / )	
	EGM approval date: (dd/mm/yyyy)	( / / )	_____
Total E.		(Ordinary shares) _____	---
		(Preference shares) _____	---
		(Other class) _____	---

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	---
	(2)	---
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		---
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		---
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

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Submitted by: Tricor Tengis Limited

Title: Branch Share Registrar  
(Director, Secretary or other duly authorised officer)

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*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.*