

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

For the month ended (dd/mm/yyyy) : <u>31/01/2018</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Zenith Chemical Group Limited
Submit Date:	06/02/2018

I. Movements in Authorised Share Capital

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

#### 2. Preference Shares

Stock code : Descri	ption :		
	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 : Descrip	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\$500,000,000.00** 

# II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,110,427,319			
Increase/ (decrease) during the month				
Balance at close of the month	1,110,427,319			

## III. Details of Movements in Issued Share Capital

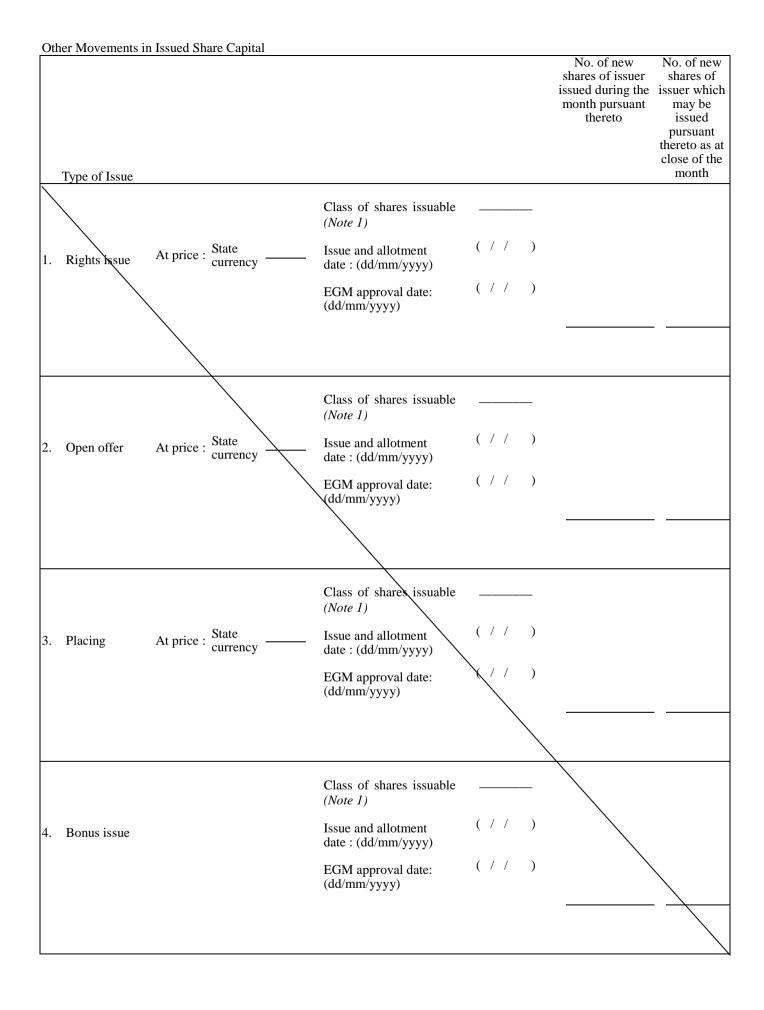
Share Options (under Sh	nare Option S	chemes of the l	(ssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement du	ring the month		thereto	as at close of the month
(dd/mm/yyyy) and			0		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Exercise Price						
HK\$0.31						
Meeting approved						
(20/12/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	10,780,000
(Note 1)		·		·	``	- , ,
()						
2. Exercise Price						
HK\$0.345						
Meeting approved						
(20/12/2012)						
(20/12/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	53,900,000
(Note 1)	INII		1111	1111	1111	
(Note 1)						
3.						
<u>J.</u>						
	NT'1	NT'1	NT'1	NT'1	NT'1	NT'1
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)			<b>T</b> 11 (0	<b>1</b> . <b>1</b> \		
			Total A. (Or			_
			(Prefe	erence shares)		_
				(Other class)		_
Total funds raised during		rom exercise of	f			
options (State currency)						

Warrants to Issue Shares of the Is	suer 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 ( <i>Note</i> X						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / /	′ )				
2.						
	_ \					
		<u> </u>				
( / / ) Stock code (if listed)	$\backslash$					
Class of shares						
issuable (Note 1)	Y	$\backslash$				
Subscription price						
EGM approval date		$\backslash$				
(if applicable) (dd/mm/yyyy)	(1)					
3.	( / /					
	_	$\backslash$				
	-		$\backslash$			
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
California di anciera			$\backslash$			
EGM approval date				$\backslash$		
(if applicable)				$\backslash$		
		)		$\backslash$		
4.				$\backslash$		
	_			$\langle \rangle$		
( / / )						
					$\backslash$	
Class of shares					$\backslash$	
issuable ( <i>Note 1</i> )					$\backslash$	
Subscription price					$\backslash$	
(if applicable)					\	$\backslash$
(dd/mm/yyyy)	( / /	· )				$\backslash$
			1	······································		$\backslash$
		Tot	al B. (Ordi (Prefer	nary shares) ence shares)		- \
				(Other class)		- \
			(			-

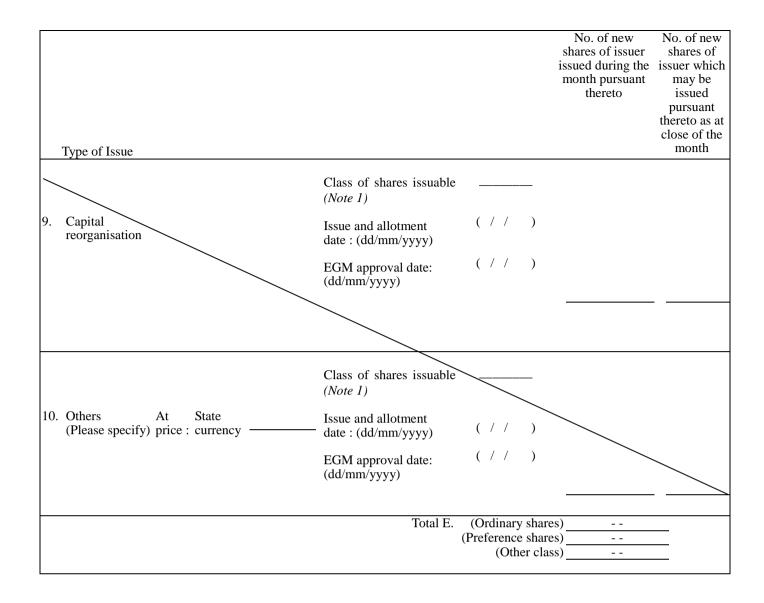
Convertibles (i.e. Convertible in	to Shares of the I	ssuer which are to	be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>\</u> .	<u> </u>					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date		·				
(if applicable)						
(dd/mm/yyyy) 2.	( / / )					
	<u>+</u> -					
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> )		·				
	( / / )					
4.						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )			1 ``		
			(Prefere	nary shares) ence shares) Other class)		

than under Share Option Schemes)		
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:         1.       Pursuant to the Share Transfer Agreement dated 5 January 2018, the Company proposed to issue 220,000,000 Consideration Shares at the issue price of HK\$0.39 per Share.         For more details, please refer to the Company's announcement dated 5 January 2018.	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
SGM Approval Date: To be confirmed		
Ordinary shares (Note 1)		
2	-	
( / / ) shares (Note 1)	-	
3	-	
( / / ) shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		
	1	

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



	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 ( <i>Note 1</i> )				
5.	Scrip dividend	At State price : currency ———	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares repurchased ( <i>Note 1</i> )				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares redeemed ( <i>Note</i> )				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)		)		
			Class of shares issuable ( <i>Note 1</i> )				
8.	Consideration issue	At State price : currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		



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):		
(These figures should be the same as the relevant figures under II above ("Movements in Is	sued Sho	are Capital").)

Submitted by: Tricor Tengis Limited

 Branch Share Registrar

 (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.