

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

For the month ended (dd/mm/yyyy): 30/11/2018							
To: Hong Kong Exchanges and Clearing Limited							
Xinyang Maojian Group Limited Name of Issuer (formerly known as China Zenith Chemical Group Limited)							
Submit Date:	03/12/2018						
I. Movements in Authorised Share Capital							
1. Ordinary Shares							
(1) Stock code : <u>00362</u>	Description	n: XINYANO	G MAOJIAN				
	Ν	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding r	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 :	Description	n:					
	Ν	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding r	month						
Increase/(decrease)							
Balance at close of the month							

2. Preference Shares							
Stock code : Description :							
	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\$500,000,000.00** 

## II. Movements in Issued Share Capital

	No. of ordin	No. of ordinary shares		No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,110,427,319			<u></u>	
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 Share Option Schemes of the Issuer)

					NT C 1 C	NI
Particulars of share option scheme					No. of new shares of issuer issued during	No. of new shares of issuer which may be
					the month pursuant	issued pursuant thereto
including EGM					the month pursuant thereto	as at close of the month
approval date		Movement du	ring the month		tnereto	as at close of the month
(dd/mm/yyyy) and						
class of shares	G . 1	F : 1	C 11 1	T 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Exercise Price						
HK\$0.31						
l <del></del>						
Meeting approved						
(20/12/2012)						
l						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	10,780,000
(Note 1)						
1						
2. Exercise Price						
HK\$0.345						
Meeting approved						
(20/12/2012)						
I						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	53,900,000
(Note 1)						
3.						
I						
I						
( / / )						
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						,
·			Total A. (Ord	linary shares)		
				erence shares)		
				(Other class)		
Total funds raised during	g the month f	rom exercise of	f	•		-
options (State currency)						
· · · · · · · · · · · · · · · · · · ·						

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	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.	-				
	<del>-</del>				_
Stock code (if listed)					
Class of shares issuable (Note X)					
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.	-				
( / / )	<del></del>	$\overline{}$	<u> </u>		-
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					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Tot	al B. (Ordi	nary shares)		

Convertibles (i.e. Convertible in Class and description		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>					
Stock code (if listed)	<del>_</del> 					
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 ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )	_ \				
	_					
	<u> </u>					
Stock code (if listed) Class of shares	<del>_</del>					
issuable (Note 1)						
Subscription price				\		
(if applicable) (dd/mm/yyyy)	( / / )					
4.						
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
		,	Total C. (Ordin			-
				ence 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)

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
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 announcements dated		
5 January 2018, 11 June 2018 and the Circular dated 23 July 2018.		
SGM Approval Date: 15 August 2018		
Ordinary shares ( <i>Note 1</i> )		220,000,000
		, , , , , , , , , , , , , , , , , , ,
2. Pursuant to the Subscription Agreement dated 5 October 2018, the		
Company proposed to issue 220,000,000 Subscription Shares at the		
issue price of HK\$0.315 per Subscription Share.		
For more details, please refer to the Company's announcement dated		
5 October 2018.		
SGM Approval Date: 30 November 2018		
Ordinary shares ( <i>Note 1</i> )		220,000,000
3.		
-		
shares (Note 1)		
Shares (Note 1)		
T.(1D (0.1) 1		
Total D. (Ordinary shares)		-
(Preference shares)		_
(Other class)		_

Oti	ner Movements	in Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	Type of Issue		Class of shares issuable				month
1.	Rights issue	At price : State currency	(Note 1)  Issue and allotment	( / /	)		
•	rugins note	Currency	date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / /	)		
			(00 ) ) ) )				
			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/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	(1)	)		
			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 ( <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 (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares redeemed (Note 1)		<del></del>		
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	11	)		
			Class of shares issuable (Note 1)				
8.	Consideration issue	At State price : 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.	Others At State (Please specify) price : currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Total E.	(Ordinary (Preference (Othe		s)	

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 Issued Share Capital").)				

Remarks (if any):		
Submitted by:	Tricor Tengis Limited	
Title:	Branch Share Registrar	
(Director, S	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.