

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): _31/03/2020						
To: Hong Kong Exchanges	To : Hong Kong Exchanges and Clearing Limited					
Xinyang Maojian Group Limited (Incorporated in the Cayman Islands and continued in Bermuda with limited liability)						
Date Submitted	01/04/20)20				
	I. Movements in Authorised Share Capital					
1. Ordinary Shares						
(1) Stock code : <u>00362</u>	Descrip	otion :	XINYANO	MAOJIAN		
			ordinary ares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding	ng month	5,000,0	000,000	HK\$0.10	HK\$500,000,000.00	
Increase/(decrease)	-	٨	Jil		Nil	
Balance at close of the mon	ith	5,000,0	000,000	HK\$0.10	HK\$500,000,000.00	
(2) Stock code :	Descrip	otion :				
			ordinary ares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of precedir	ng month					
Increase/(decrease)	-					
Balance at close of the mon	ith _					

2. Preference Shares				
Stock code :	Descript	tion : <u></u>		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	eceding month_			
Increase/(decrease)	_			
Balance at close of th	e month _			
3. Other Classes of S	hares			
Stock code :	Descript	tion : <u></u>		
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	eceding month_			
Increase/(decrease)	_			
Balance at close of th	e month _			
Total authorised share (State currency):	capital at the er	nd of the month		0,000,000.00
II. Movements in Issue	ed Share Capital	I		
	No. of ordir	nary shares (2)	No of preference shares	e No. of other classes of shares
Balance at close of preceding month	1,335,427,319			
Increase/ (decrease) during the month	3,000,000			<u> </u>
Balance at close of the month	1,338,427,319		<u> </u>	. <u> </u>

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Op	tion Schemes of	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	I	Movement duri	ng the month		thereto	thereto as at close of
approval date					_	the month
(dd/mm/yyyy) and						
class of shares issuable	Granted	Eversieed	Canaallad	Longod		
	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)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	51,900,000
(Note 1)	INII	INII	INII	INII	INII	31,900,000
(Note 1)						
3. Exercise						
Price						
HK\$0.325						
Meeting						
approved						
(20/12/2012)						
Ordinary shares	Nil	3,000,000	Nil	Nil	3,000,000	104,000,000
(Note 1)		0,000,000			0,000,000	101,000,000
(14016-1)		Tota	ıl A. (Ordina	ry charec)	3,000,000	
		iola	Preference)			
			`	,		
			•	her class)		
Total funds raised d of options (State cur		onth from exerc		\$975,000.0	0	

Warrants to Issue Shares of the	s 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
<u> </u>						
						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /	1				
2.	(/ /)				
	\					
						-
(/ /) Stock code (if listed)						
Class of shares						
issuable (Note 1)	$\overline{}$					
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 E		ary shares) ice shares)		-
				ther class)		-
			, υ			- \

Convertibles (i.e. Convertible i	nto Shares of the	e Issuer which	are to be Liste	ed)		
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
٧.	<u> </u>					
	_					
	=					
	_					
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)	$\overline{}$					
Class of shares issuable (Note 1)						
Subscription price	$\overline{}$					
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)						
	(/ /)					
4.	(, , ,					
	=					
	=					
	=			`		
Stock code (if listed)					$\overline{}$	
Class of shares						
issuable (Note 1)						
Subscription price					\	
EGM approval date					`	
(if applicable)	(
(dd/mm/yyyy)	(/ /)		otal C. (Ordina	ary charac		
		IC		ce shares)		- \
				ther 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)

| No. of new shares of issuer issued during the month pursuant thereto as at close of the month pursuant thereto as at close of the month of the month pursuant thereto as at close of the month of the month

(Preference shares)
(Other class)

- -

Oti	ner Movements i	n Issued Sh	are Capital			No. of new shares of	No. of new shares of
						issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the
	Type of Issue						month
				Class of sharesissuable (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 sharesissuable (Note 1)			
3.	Placing	At price :	State currency	Issue and allotment (/ / / date : (dd/mm/yyyy))		
				EGM approval date: (/ / / (dd/mm/yyyy))		
				Class of shares issuable (Note 1)			
	Bonus issue			Issue and allotment (/ / / date : (dd/mm/yyyy))		
4.							

	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)	(/ /)		
				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 sharesissuable (Note 1)		
9. Capital Issue and allotment (/ /) reorganisation 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)		
Total E. (Ordinary shares (Preference shares (Other class	s)	-
		_

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	3,000,000
(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 Capital").)	Issued Share

IV. Confirmations

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.
Rema	arks (if any):
Subm	itted by: Chan Yuk Foebe
Title:	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.