

# Monthly Return of Equity Issuer on Movements in Securities

### For the month ended (dd/mm/yyyy) : \_\_\_\_\_30/04/2020

To : Hong Kong Exchanges and Clearing Limited

Newson	Xinyang Maojian Group Limited (Incorporated in the Cayman Islands and continued in
Name of Issuer	Bermuda with limited liability)
Date Submitted	04/05/2020

I. Movements in Authorised Share Capital

1. Ordinary Sha	ares

(1) Stock code : 00362 Description : XINYANG MAOJIAN						
	No. of ordinary shares	Par value <i>(State</i> <i>currency)</i>	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 : Description :						
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>			
Balance at close of preceding month						
Increase/(decrease)						
Balance at close of the month						

#### 2. Preference Shares

Stock code :Descrip	tion : <u></u>		
	No. of preference shares	Par value (State currency)	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 :Descript	tion : <u></u>		
	No. of other classes of shares	Par value (State currency)	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	No. of other	
	(1)	(2)	shares	classes of shares	
Balance at close of preceding month	1,338,427,319				
Increase/ <del>(decrease)</del> during the month	1,500,000				
Balance at close of the month	1,339,927,319				

Share Options (und	er Share Op	tion Schemes o	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	issued pursuant
including EGM	1	Movement duri	ng the month		thereto	thereto as at close of
approval date			0		-	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Exercise Price						
HK\$0.31						
Meeting						
approved						
(20/12/2012)	N 111	N 111	N 111	N 111	N 111	10 700 000
Ordinary shares	Nil	Nil	Nil	Nil	Nil	10,780,000
(Note 1)						
2. Exercise						
Price						
HK\$0.345						
11100.040						
Meeting						
approved						
(20/12/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	51,900,000
(Note 1)	INII					51,500,000
3. Exercise						
Price						
HK\$0.325						
Meeting						
approved						
(20/12/2012)						
Ordinary shares	Nil	1,500,000	Nil	Nil	1,500,000	102,500,000
(Note 1)		, -,			, , ,	,,
(		Tota	IA. (Ordina	rv shares)	1,500,000	
				ce shares)		
				her class)		
Total funds raised d	uring the me	nth from overe		nei 01a33)		
of options (State cu		nui ironi exerci		\$487,500.0	0	
or options (State Cu	nency)			.ψ <del>+</del> 07,300.0	0	

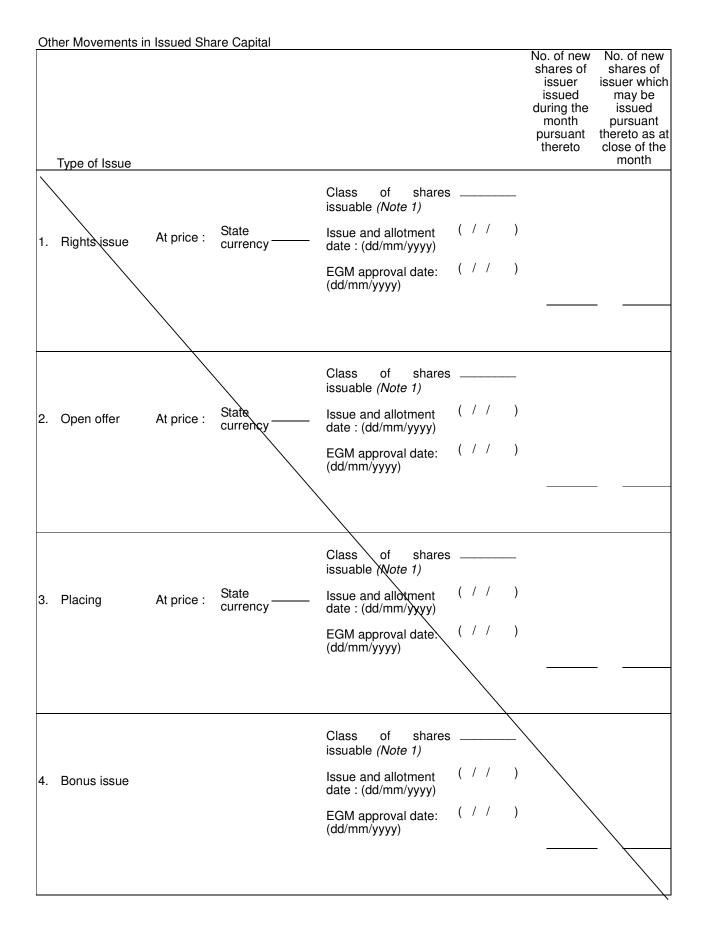
III. Details of Movements in Issued Share Capital

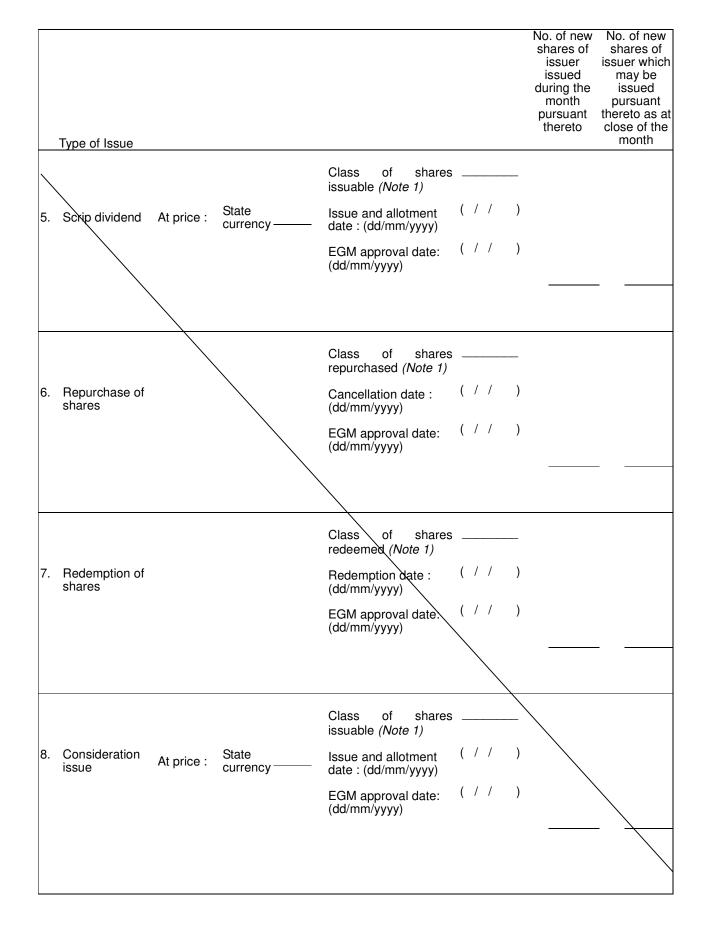
Warrants to Issue Shares of the Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
( / / ) 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 (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.	( / /					<u> </u>
Cube estintion artice		)				
		Total B	(Preferen	ary shares) nce shares) )ther class)		-

Convertibles (i.e. Convertible	into Shares of th	e Issuer which	n 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
<u> </u>	_					
<del></del>	_					
	-					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy))	( / / )					
2.	( / / )					
<u> </u>	7					
	- \					
	- \					
Stock code (if listed)						
Class of shares	$\langle \rangle$					
issuable (Note 1)						
Subscription price EGM approval date	<b>`</b>					
(if applicable)						
(dd/mm/yyyy)	( / / )	_ \				
<u>3.</u>	_					
	_	$\backslash$	<b>`</b>			
	_		$\backslash$			
Stock code (if listed)			<u> </u>			
Class of shares			$\backslash$			
icouchic (Nato 1)			$\backslash$			
Subscription price			$\backslash$			
EGM approval date				$\backslash$		
(if applicable) (dd/mm/yyyy)	( / / )			$\mathbf{i}$		
<u>4</u> .				$\backslash$		
				$\backslash$		
	_			$\backslash$		
				Ň	$\backslash$	
Stock code (if listed)						
Class of shares						
					$\sim$	
Subscription price EGM approval date					$\sim$	<b>、</b>
(if applicable)						$\backslash$
(dd/mm/yyyy)	( / / )					$\mathbf{i}$
		Т	otal C. (Ordina	ary shares)		<u> </u>
			(Preferen	ce shares)		- \
			(O	ther class)		- \

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
shares (Note 1)		
2	-	
	-	
	-	
shares (Note 1)		
3.		
o		
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)





Type of Issue	No. of new shares of issuer 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 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 shar (Preference shar (Other cla	es)	-

Total increase / <del>(decrease)</del> in ordinary shares during the month (i.e. Total of A to E): (1)	1,500,000
(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

Г

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:	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.