

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/m	nm/yyyy)	: 31/03/2021			
To : Hong Kong Exchanges a	and Clear	ing Limited			
Xinyang Maojian Group Limited (Incorporated in the Cayman Islands and continued in Bermuda with limited liability) Date Submitted Xinyang Maojian Group Limited (Incorporated in the Cayman Islands and continued in Bermuda with limited liability)					
Date Submitted _	01/04/20	<u> </u>			
I. Movements in Authorised S	Share Ca	pital			
1. Ordinary Shares					
(1) Stock code : <u>00362</u>	Descrip	tion: XINYANC	MAOJIAN		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding	g month _	5,000,000,000	HK\$0.10	HK\$500,000,000.00	
Increase/(decrease)	_	Nil		Nil	
Balance at close of the mont	h _	5,000,000,000	HK\$0.10	HK\$500,000,000.00	
(2) Stock code : <u></u>	_Descrip	tion : <u></u>			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding	g month _				
Increase/(decrease)	-				
Balance at close of the mont	h _				

2. Preference Shares				
Stock code :	Descript	ion : <u></u>		
		No. of preference shares	(State	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	ion : <u></u>		
		No. of other classes of shares	(State	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		500,000,000.00
II. Movements in Issue	ed Share Capital			
	No. of ordin	nary shares (2)	No of preferen shares	ce No. of other classes of shares
Balance at close of preceding month	1,490,707,319			
Increase/ (decrease) during the month				
Balance at close of				

1,490,707,319 -- -- --

the month

Share Options (under Share Option Schemes of the Issuer)

Share Options (und	er Snare Opti	on Schemes of	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	issued pursuant
including EGM	Λ.	Novement duri	na the month		thereto	thereto as at close of
approval date -	10	iovernerit dari	ng the month		_	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Exercise Price	Oranioa	Excroided	Caricolica	Барооа		
HK\$0.325						
Meeting						
approved						
(20/12/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	55,000,000
(Note 1)						
(11016-1)						
2. Exercise						
Price						
HK\$0.38						
Τπτφο.σσ						
Meeting						
approved						
(20/12/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	129,500,000
(Note 1)						
3. Exercise						
Price						
HK\$						
ПТФ						
Meeting						
approved						
(/ /)						
shares						
(Note 1)		<u> </u>	· -		<u> </u>	-
(Note 1)		Tota	JA (Ordina	ry charac)		
		1018	II A. (Oldina	ily Shares)		
			(Preferen	ce snares)		
				ther class)		
Total funds raised d		nth from exerc	ise			
of options (State cu	rrency)					

Warrants to Issue Shares of the	lssuer 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>\forall \tau.</u>						
						_
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
2.						
	$\overline{}$					-
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)						
Outrousia de contra						
EGM approval date			`			
(if applicable) (dd/mm/yyyy)	(/ /)				
4.	<u> </u>	,				
(/ /)						
Stock code (if listed) Class of shares						
inguishin (Note 1)						
EGM approval date (if applicable)						\
(dd/mm/yyyy)	(/ /)				
		-	/	\		
		Total E	`	ary shares) ice shares)		-
				other class)		-

Con	vertibles (i.e. Convertible	le into Shares of	the Issuer wh	nich are to be	Listed)		
	ss 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.	Convertible Bonds	<u></u>					
-		<u></u>					
		— HK\$			63,000,000.00		157,500,000
	Stock code (if listed)	N/A		_			
	Class of shares issuable (Note 1)	Ordinary Shar	29				
	Subscription price	HK\$0.40					
	AGM approval date						
	(if applicable) (dd/mm/yyyy))	(18/12/2019)				
2.		(10/12/2010	<u>/</u>				
	Stock code (if listed)						
	Class of shares issuable (Note 1) Subscription price						
3.	EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Stock code (if listed) _ Class of shares issuable (Note 1) _						
	Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
4.		<u> </u>					
	0. 1 1						
	Stock code (if listed) _ Class of shares issuable (Note 1) _ Subscription price						
	EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
					rdinary shares) erence shares)		_
				(Piei	(Other class)		=

shares (Note 1)

(Ordinary shares) (Preference shares) (Other class)

Total D.

Ot	her Movements	in Issued Sh	are Capital				
	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 a close of the month
	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \			Class of sharesissuable (Note 1)			
1.	Rightsissue	At price :	State currency	Issue and allotment (/ / date : (dd/mm/yyyy))		
				EGM approval date: (/ / (dd/mm/yyyy))		
	`						
				Class of sharesissuable (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 (Wote 1)			
3.	Placing	At price :	State currency	Issue and allotment (/ / date : (dd/mm/yyyy))		
				EGM approval date: (/ / (dd/mm/yyyy))		
							-
				Class of sharesissuable (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 (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 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. 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		-
	(-/	
Total increase / (decrease) in ordinary shares dur	ring the month (i.e. Total of A to E): (1)	
	(2	2)	
Total increase / (decrease) in preference shares	during the month (i.e. Total of A to E):		
Total increase / (decrease) in other classes of sha E):	ares during the month (i.e. Total of A to)	
(These figures should be the same as the releval Capital").)	nt figures under II above ("Movements	in Issued Si	hare

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.
Remar	ks (if any):
Submit	ted 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.