

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2019						
To : Hong Kong Exchanges and Clearing Limited						
Name of Issuer Greater China Financial Holdings Limited						
Date Submitted	1/3/2019	)				
I. Movements in Authorised Share Capital						
1. Ordinary Shares						
(1) Stock code : <u>00431</u>	Descrip	otion :	G CHIN	A FIN		
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of prece	ding month	2,109,890,000,000	0.001	2,109,890,000.00		
Increase/(decrease)		Nil		Nil		
Balance at close of the m	onth	2,109,890,000,000	0.001	2,109,890,000.00		
(2) Stock code : N/A	Descrip	otion : <u>N/A</u>				
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of prece	ding month					
Increase/(decrease)						
Balance at close of the month						

2. Preference Shares								
Stock code :	N/A Descrip	tion: N/A						
		No. of preference shares		Authorised share capital (HK\$)				
Balance at close of pred	eding month	110,000,000	0.001	110,000.00				
Increase/(decrease)		Nil	_	Nil				
Balance at close of the	month	110,000,000	0.001	110,000.00				
3. Other Classes of Sha	ires							
Stock code :	N/A Descrip	tion : <u>N/A</u>						
		No. of other classes of shares	(State	Authorised share capital (State currency)				
Balance at close of pred	eding month							
Increase/(decrease)			_					
Balance at close of the	Balance at close of the month							
Total authorised share c currency):	capital at the end	of the month (State	HK\$2,11	10,000,000.00				
II. Movements in Issued	Share Capital							
	No. of ord	inary shares	No of profession	No of other				
	(1)	(2)	No of preference shares	No. of other classes of shares				
Balance at close of preceding month	6,924,077,621	N/A	N/A	N/A				
Increase/ (decrease) during the month	0	N/A	N/A	N/A				
Balance at close of the month	6,924,077,621	N/A	N/A	<u>N/A</u>				

Share Options (under Share Option Schemes of the Issuer) No. of new Particulars of No. of new shares of share option scheme shares of issuer issuer which may be issued pursuant issued during the including EGM month pursuant thereto as at close of Movement during the month approval date thereto the month (dd/mm/yyyy) and class of shares issuable Cancelled Granted Exercised Lapsed 1. Exercise Price: HK\$0.188 (20/06/2011) Ordinary shares N/A N/A N/A 1,000,000 N/A 450,080,000 (Note 1) shares (Note 1) shares (Note 1) Total A. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise N/A of options (State currency)

Warrants to Issue Shares of the	e Issu <u>er which</u>	are to be Listed	l			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during 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	$\overline{}$		-			
issuable (Note 1)			_			
Subscription price EGM approval date (if applicable)			-			
(dd/mm/yyyy)	( / /		-			
3.						
			\			
( / / )		<del></del>				
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	B. (Ordin	nary shares)		_
			(Prefere	nce shares) Other class)		-
			(,	<u></u>		

Convertibles (i.e. Convertible	into Shares of the	e Issuer which	n are to be L	isted)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted	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
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	_ 					
Stock code (if listed) Class of shares issuable (Note 1)		<u> </u>				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy))						
2.	<del>-</del>					
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	-					
Stock code (if listed) Class of shares			- · ·			
issuable (Note 1)		<u></u>				
Subscription price EGM approval date		$\overline{}$				
(if applicable) (dd/mm/yyyy)	( / / )					
3.	_	_ \				
	_		_			
	_					
Stock code (if listed) Class of shares			$\overline{}$			
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)	( / / )					
4.						
	_					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
(GG/11111/yyyy)	\ ' ' '	т	otal C. (Ord	inary shares)		
			(Preter	ence shares) (Other class)		
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Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

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
1		
	)	
shares (Note	1)	· -
2.		
shares (Note	<u>)</u>	
STIBLES [TVOICE	1)	
3		
	$\forall$	
shares (Note	$\overrightarrow{\eta}$	
Total D. (Ordinary share:	5)	
(Preference share: (Other class		
(Other dass	· · · · · · · · · · · · · · · · · · ·	

							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
	Type of Issue							montn
				Class of shares issuable (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 shares issuable (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)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	()	)		
					`			<u></u>
				Class of shares issuable (Note 1)				
5.	Scrip dividend	At price :	State currency —	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			- Jan Jiloy	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 repurchased (Note 1)				
6.	Resurchase 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)	( / /	)		
				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		dinar nares	y )	
				(Prefe	erence sh (Other	nares		-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	N/A
(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(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.

Remarks (if any):
Submitted by: <u>Tricor Tengis Limited</u>
Title: Hong Kong Branch Share Registrar (Director, Secretary or other duly authorised officer)
(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
  - (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.