

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :		31/05/2020					
To : Hong Kong Exchanges	and Clear	ing Limited					
Name of Issuer	GTI Holdings Limited (a company incorporated in the Cayman Islands with limited liability)						
Date Submitted	04/06/202	0					
I. Movements in Authorised	Share Cap	oital					
1. Ordinary Shares							
(1) Stock code : <u>3344</u>	Descript	ion: Ordinary	Shares				
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding	g month 1	0,000,000,000	HK\$0.01	HK\$100,000,000			
Increase/(decrease)	<u>(</u>)		0			
Balance at close of the mont	th <u>1</u>	0,000,000,000	HK\$0.01	HK\$100,000,000			
(2) Stock code :	Descript	ion :					
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of precedin	g month _						
Increase/(decrease)	_						
Balance at close of the mont	th _						

2. Preference Shares			
Stock code :Descrip	tion :		
	No. of preference shares	Par value (State currency)	capital
Balance at close of preceding month			
Increase/(decrease)		-	
Balance at close of the month			
3. Other Classes of Shares			
Stock code :Descrip	otion:		
	No. of other classes of shares		-
Balance at close of preceding month			
Increase/(decrease)		-	
Balance at close of the month			
Total authorised share capital at the e	end of the month	HK\$1	00,000,000

(State currency):

II. Movements in Issued Share Capital

	No. of ordir	nary shares (2)	No of preference shares	No. of other classes of shares
	(1)	(2)	Silaies	Classes Of Stiales
Balance at close of preceding month	6,298,816,169	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	6,298,816,169	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant thereto thereto as at close of including EGM Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. shares (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 of options (State currency)

Warrants to Issue Shares of the	s Issuer which	are to be Listed	l		No. of new shares of issuer	No. of new shares of issuer which
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	•	may be issued pursuant thereto as at close of the month
1.						
(/ /) 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) Class of shares issuable (Note 1)						
EGM approval date			-			
(if applicable) (dd/mm/yyyy)	(/ /)	_			
3.						
(/ /)				, <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 issuable (Note 1)						
Subscription price			=			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	_			
		Total E	3 (Ordin:	ary shares) N/A	4	
		Total		nce shares) N/A		_
				Other class) $\frac{N/A}{N}$		_

Convertibles (i.e. Convertible	into Shares of the	ne Issuer whi	ch are to be List	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
1.	_					
	_					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /)					
2.	_					
	<u> </u>					
	<u> </u>					
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)						
	(/ /)					
4.	, , , ,					
	_					
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(dd/11111/yyyy)	(/ /)		Total C. (Ordina	ary shares\ N/.	Д	
				ce shares) $\frac{1\sqrt{2}}{N}$		_
			•	ther class) $N/2$		_
			Ο)		-	_

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 No. of new shares of of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of the month Full particulars including EGM approval date (dd/mm/vvvv). if applicable, and class of shares issuable: Pursuant to the memorandum of understanding entered by the Purchaser, an indirect wholly-owned subsidiary of the Company, with the Vendor, the Guarantor and the Company on 18 October 2019, which the Vendor has conditionally agree to sell and the Purchaser has conditionally agreed to purchase, the Sale Shares at the aggregate Consideration of HK\$150,000,000. The Consideration shall be satisfied by the issue of the Convertible Bonds to the Vendor or its nominee. The Convertible Bonds carry right to convert into the Conversion Shares at the Conversion Price of HK\$0.12 per Conversion Share (subject to adjustment). Assuming the Conversion Rights are exercised in full at the Conversion Price, 1,250,000,000 new Shares, being the Conversion Shares, will fall to be allotted and issued to the Vendor or its nominee. For details, please refer to the Company's announcement dated 21 October 2019 and 7 November 2019. (under the specific mandate to be granted to the directors by independent shareholders at the EGM to be convened) ordinary shares (Note 1) N/A 1.250,000,000 Pursuant to the agreement entered by the Purchaser, the Vendor and Dyson on 6 February 2020, which the Vendor has agreed to sell, and the Purchaser has agreed to purchase, the Sale Equity Interest at the aggregate consideration of HK\$120.000.000. The Consideration shall be settled in either (a) subject to the applicable PRC laws, an allotment and issuance of the Consideration Shares to Dyson under the Specific Mandate or (b) if option (a) above is not feasible and if the Purchaser agrees so, a sum of HK\$120,000,000 payable by the Purchaser in cash (whether from internal resources or third party financing, depending on availability). 1,481,481,481 new ordinary shares of the Company will be allotted and issued to Dyson at the price of HK\$0.081 per share pursuant to the Specific Mandate proposed to be approved by the Shareholders. For details, please refer to the Company's announcement dated 6 February 2020. (under the specific mandate to be granted to the directors by shareholders at the EGM to be convened) ordinary shares (Note 1) N/A 1,481,481,481 shares (Note 1) N/A N/A Total D. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A

	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
	Type of Issue			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	(/	/)		
			currency	date : (dd/mm/yyyy) EGM approval date:	(/	/)		
				(dd/mm/yyyy)					
				Class of shares					
			State	issuable (Note 1)	(/	/)		
3.	Placing	At price :	currency	Issue and allotment date : (dd/mm/yyyy)			ŕ		
				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)	(/	/)		

								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
		Type of Issue							month
					Class of shares issuable (Note 1)				
5	5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /			
					EGM approval date: (dd/mm/yyyy)	(/ /)		
									-
ŀ					Class of shares repurchased (Note 1)				
6	6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)		
					Class of shares redeemed (Note 1)				
7	7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)		
					Class of shares issuable (Note 1)				
8	3.	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 sharesissuable (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. (Ordinar shares (Preference shares (Other class	s) <u>N/A</u> s) <u>N/A</u>	-
		N/A	
Total increase / (decrease) in ordinary shares du	-	1) N/A 2) N/A	
Total increase / (decrease) in preference shares		N/A	
Total increase / (decrease) in other classes of shall E):	ares during the month (i.e. Total of A to	N/A	
(These figures should be the same as the relevant 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;
- 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	rks (if any):
Submi	itted by:Chan Ching
Title:	Company Secretary
	(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.