HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended |
|---------------------|
| (dd/mm/yyyy) : |

31/07/2019

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Peace Map Holding Limited (In Liquidation) |
|----------------|--|
| Date Submitted | 05/08/2019 |

I. Movements in Authorised Share Capital

| <u>1. Ordinary Shares</u> | | | |
|-------------------------------------|---------------------------|----------------------------------|--|
| (1) Stock code : <u>402</u> Descrip | otion : | Peacer | map Hold |
| | No. of ordinary shares | Par value (State currency) | |
| Balance at close of preceding month | 750,000,000,000 | HK\$ 0.01 | HK\$ 7,500,000,000.00 |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | 750,000,000,000 | HK\$ 0.01 | HK\$ 7,500,000,000.00 |
| (2) Stock code : <u>N/A</u> Descrip | otion : | N/A | |
| | | | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

2. Preference Shares

| Stock code : | N/A | Descript | tion : | N/A | 4 | | |
|--------------------|-------------|----------|--------------------------------|----------------------------------|--|--|--|
| | | | No. of preference shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> | | |
| Balance at close o | of precedir | ng month | | | | | |
| Increase/(decreas | e) | - | | | | | |
| Balance at close c | of the mon | ith _ | | | | | |

3. Other Classes of Shares

| Stock code : | N/A | _Descript | ion : | N/A | <u> </u> |
|--------------------|------------|-----------|--------------------------------------|----------------------------------|--|
| | | | No. of other classes of shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close o | f precedir | ng month | | | |
| Increase/(decrease | e) | - | | | |
| Balance at close o | f the mon | th | | · | |

Total authorised share capital at the end of the month *(State currency)* :

HK\$ 7,500,000,000.00

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 | 8,156,781,100 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | N/A | N/A | N/A | N/A |
| Balance at close of the month | 8,156,781,100 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

| Share Options (under S Particulars of share option scheme | <u></u> | | / | | issuer issued during | No. of new shares of issuer which may be |
|---|---------------|----------------|---------------|-------------|-------------------------------|--|
| including EGM approval date | | | | | the month pursuant thereto | issued pursuant thereto as at close of |
| (dd/mm/yyyy) and class [—] | | Movement durir | ng the month | | | the month |
| of shares issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1.Share Option | | | | | | |
| Scheme | | | | | | |
| Exercise Price of | | | | | | |
| HK\$0.855 | | | | | | |
| (See Remarks | | | | | | |
| 1 & 4) | | | | | | |
| (25/02/2006) | | | | | | |
| Ordinary shares | N/A | N/A | N/A | N/A | N/A | N/A |
| (Note 1) | | | | | | |
| 2.Share Option | | | | | | |
| Scheme | | | | | | |
| Exercise Price of | | | | | | |
| HK\$0.250 | | | | | | |
| (See Remarks 1 & | | | | | | |
| 4) | | | | | | |
| (25/02/2006) | | | | | | |
| Ordinary shares | N/A | N/A | N/A | N/A | N/A | N/A |
| (Note 1) | | | | | | |
| , , , , , , , , , , , , , , , , , , , | | | | | | |
| 3.Share Option | | | | | | |
| Scheme | | | | | | |
| | | | | | | |
| | | | | | | |
| (26/05/2016) | | | | | | |
| Ordinary shares | N/A | N/A | N/A | N/A | N/A | N/A |
| (Note 1) | | | | | | |
| | | Tota | al A. (Ordina | | | |
| | | | · | ce shares) | | |
| | | | (Ot | ther class) | N/A | |
| Total funds raised during t | the month fre | om exercise of | | | | |
| options (State currency) | | | | N/A | | |

| Warrants to Issue Shares of the | Issuer which | are to be Lis | sted | | | | |
|---|---------------------------------|---|-------------|---------------------------------|---|---|---|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal val at close o preceding month | of E | exercised uring 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>1. N/A</u> | | | | | | | |
| | | | | | | | |
| Subscription price | | | | | | | |
| (if applicable) (dd/mm/yyyy) | |) | | | | | |
| 2. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Class of shares issuable <i>(Note 1)</i> Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) <u>3.</u> | (|) | | | | | |
| | | | | <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 | | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| | | | | (Ordin - | ny oboroc) | NT/ A | |
| | | 101 | tal B. (| | ary shares) ce shares) | N/A N/A | <u>.</u> |
| | | | (| | ther class) | | |
| | | | | | | | |

| Convertibles (i.e. Convertib | ole into Shares of th | ne Issuer which a | re to be Liste | ed) | | |
|---|--------------------------------------|---|----------------------------------|------------------------------------|---|---|
| Class and description 1. Convertible Notes | 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 during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| (See Remarks 2 & 4) | | | | | | |
| | | | | | | |
| | HK\$ | 560,580,400.00 | N/A | Nil | N/A | Nil |
| Stock code (if listed) | Unlisted | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary | | | | | |
| | Ordinary HK\$1.10 | | | | | |
| Subscription price | (subject to adjustmen | nts) | | | | |
| EGM approval date | | | | | | |
| (if applicable) | (20/05/2040) | | | | | |
| (dd/mm/yyyy)) | (28/05/2010) | | | | | |
| 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. | (/ /) | | | | | |
| 4. | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| | | Tota | al C. (Ordina | | N/A | _ |
| | | | • | ce shares) | N/A | - |
| | | | (0 | ther class) | N/A | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including 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. N/A | | |
| | - | |
| | | |
| | N/A | N/A |
| | 1011 | |
| 2 | | |
| | - | |
| | - | |
| shares (Note 1) | - | |
| | | |
| 3 | - | |
| | | |
| | | |
| shares (Note 1) | - | |
| | | |
| Total D. (Ordinary shares) | N/A | <u>-</u> |
| (Preference shares) | N/A | - |
| (Other class) | N/A | - |
| | | |

| Oth | ner Movements | in Issued Sha | re 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 at close of the month |
| | | | | | | | | |
| | | | | Class of shares issuable <i>(Note 1)</i> | | | | |
| 1. | Rights issue | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | <u>N/A</u> | N/A |
| | | | | Class of shares | | | | |
| | | | _ | issuable (Note 1) | | , | | |
| 2. | Open offer | At price : | State currency | lssue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | NI/A | NI/A |
| | | | | | | | N/A | N/A |
| | | | | Class of shares issuable (<i>Note 1)</i> | <u> </u> | | | |
| 3. | Placing | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | <u>N/A</u> | <u>N/A</u> |
| | | | | Class of shares issuable <i>(Note 1)</i> | | | | |
| 4. | Bonus issue | | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | N/A | 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 at close of the month |
|----|----------------------|------------|-----------------------|--|-------|---|---|---|
| | | | | Class of shares issuable <i>(Note 1)</i> | | | | |
| 5. | Scrip dividend | At price : | State currency ——— | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | , | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | N/A | <u>N/A</u> |
| | | | | Class of shares repurchased (<i>Note 1)</i> | | | | |
| 6. | Repurchase of shares | | | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | | |
| | | | | Class of shares redeemed (<i>Note 1)</i> | | | | |
| 7. | Redemption of shares | | | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | | |
| | | | | Class of shares issuable <i>(Note 1)</i> | | | | |
| 8. | Consideration issue | At price : | State currency ——— | lssue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | 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 at close of the month |
|-----|--------------------------------------|-------------------|---|---|---|
| 9. | Capital reorganisation | | Class of shares issuable (<i>Note 1</i>) Issue and allotment (/ /) date : (dd/mm/yyyy) | | |
| | | | EGM approval date: (/ /) (dd/mm/yyyy) | N/A | <u>N/A</u> |
| 10. | Other (Please specify) At price : | State currency | Class of shares issuable (<i>Note 1</i>) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | N/A |
| | | | Total E. (Ordina share (Preference share (Other clas | nry es) <u>N/A</u> es) <u>N/A</u> | |

| 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 Issued Share Capital").) | | | | |

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):

1. The share option scheme adopted by the Company on 25 February 2006 has been expired on 24 February 2016.

2. On 25 March 2015, the board of directors of the Company resolved to extend the maturity date of the convertible notes by five years, from 17 June 2015 to 17 June 2020 or if that is not a business day, the business day next following such date and the Company has served prior written notice to all noteholders of the convertible notes pursuant to the terms of the convertible notes to effect such extension. No other terms and conditions of the convertible notes have been amended. On 25 June 2018, one of the holders of the convertible notes notified the Company that it took the view that an event of default had been triggered and demanded for immediate repayment.

(For more details, please refer to the Company's announcements dated 29 December 2009, 11 May 2010, 16 June 2015, 3 July 2018, 17 July 2018 and 14 August 2018 and the circular dated 12 May 2010.)

3. On 10 August 2018, the Company was ordered to be wound up and Mr. Keiran Hutchison of EY Bermuda Ltd, Mr. David Yen Ching Wai and Ms. Anita So Kit Yee of Ernst & Young Transactions Limited were appointed as the Joint Provisional Liquidators of the Company pursuant to an Order of the Supreme Court of Bermuda (the "Court"). Mr. Keiran Hutchison, Mr. David Yen Ching Wai and Ms. Anita So Kit Yee were subsequently appointed as the Joint Liquidators (the "JLs") of the Company on 1 February 2019 pursuant to an Order of the Court. The JLs prepared this monthly return according to the books and records available to them. The affairs and property of the Company are being managed by the JLs who act as agents of the

- Company only and without personal liabilities.
- 4. Pursuant to section 166 of the Bermuda Companies Act 1981, any disposition of the property of the Company,
- including any transfer of shares or alteration in the status of the members of the Company, made after the
- commencement of the winding up, shall, unless the Court otherwise orders, be void. No new shares shall be issued unless ordered by the Court.

Submitted by: David Yen Ching Wai, Anita So Kit Yee and Keiran Hutchison

Title: Joint Liquidators (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.