

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy):	d	31/05/2021							
To : Hong Kong Excha	anges and Clear	ring Limited							
SEEC Media Group Limited (Incorporated in the Cayman Islands and continued in Bermuda with limited liability) Date Submitted 03/06/2021									
I. Movements in Author	orised Share Ca	pital							
1. Ordinary Shares									
(1) Stock code :2	205 Descrip	tion:	SEEC ME	EDIA					
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of pr	eceding month	100,000,000,000	HK\$0.01	HK\$1,000,000,000.00					
Increase/(decrease)	-	NIL		NIL					
Balance at close of th	e month	100,000,000,000	HK\$0.01	HK\$1,000,000,000.00					
(2) Stock code :	N/A Descrip	tion :	N/A	_					
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of pr	eceding month								
Increase/(decrease)	-								
Balance at close of th	e month								

Stock code : N/A Descr	iption:	N/A	A
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	1		
Increase/(decrease)		_	
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Descr	iption:	N/A	1
	No. of other classes of	Par value (State	Authorised share capital
	shares	currency)	•
Balance at close of preceding month	shares	•	•
Balance at close of preceding month Increase/(decrease)	shares	•	•

HK\$1,000,000,000.00

(State currency):

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	382,407,275	N/A	N/A	N/A			
Increase/ (decrease) during the month	63,735,455	N/A	N/A	N/A			
Balance at close of the month	446,142,730	N/A	N/A	N/A			

III. Details of Movements in Issued Share Capital

Share Options (under Particulars of					No. of new shares of	No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	N	Novement durin	ng the month		thereto	thereto as at close of
approval date (dd/mm/yyyy) and						the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise price:	NIL	NIL	NIL	31,860,000	NIL	NIL
HK\$2.00				, ,		
(11/05/2012)						
Ordinary shares						
(Note 1)						
2. Exercise price:	NIL	NIL	NIL	NIL	NIL	31,800,000
HK\$0.1764						
(11/05/2012)						
Ordinary shares						
(Note 1)						
3. Exercise price:	NIL	NIL	NIL	NIL	NIL	31,800,000
HK\$0.1282						
(11/05/2012)						
Ordinary shares			-			
(Note 1)						
		Tota	al A. (Ordina	•		
			`	ice shares)		
			•	ther class)	N/A	
Total funds raised d		th from exercis				
options (State curre	ncy)		NIL			

Warrants to Issue Shares of the	s Issuer 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
1. N/A						
		 ·		 ·		
Stock code (if listed)			-			
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date			,			
(if applicable) (dd/mm/yyyy)	(/ /)				
2. N/A			•			
		<u> </u>				
Stock code (if listed)			_			
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date			,			
(if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A						
(/ /)						
Stock code (if listed)			_			
Class of shares issuable (Note 1)						
Culposintian prios						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A			,			
Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
(dd/11111/yyyy)	(/ /	/				
		Total B	-	ary shares) <u>N/A</u>		-
				ice shares) <u>N/A</u> Other class) N/A		
			ν,	Jidooj <u>14/71</u>		

Convertibles (i.e. Convertible	into Shares of th	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. N/A	<u> </u>					
	<u> </u>					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy))						
2. N/A	(/ /)					
Z. N/A						
-						
	 					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(ii applicable) (dd/mm/yyyy)	(/ /)					
3. N/A						
	<u> </u>					
	<u> </u>					
Stock code (if listed)	_					
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy) 4. N/A	(/ /)					
T. 1971	<u> </u>					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
		<u></u>				
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
			Total C. (Ordina	ary shares) <u>N/A</u> ce shares) N/A		-
				ther class) <u>N/A</u>		- _

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Optio	ons (other than under Share Option Schemes)		
		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
if a	particulars including EGM approval date (dd/mm/yyyy), oplicable, and class of shares issuable:		the month
1.	On 20 April 2021, the Company entered into the Subscription		
	Agreement with the Subscriber, pursuant to which the		
	Subscriber has conditionally agreed to subscribe for and the		
	Company has conditionally agreed to allot and issue		
-	170,000,000 Subscription Shares at the Subscription Price of		
-	HK\$0.13 for each Subscription Share. The Subscription Shares will be allotted and issued pursuant to the Specific		
-	Mandate. For details, please refer to the Company's		
-	announcement dated 20 April 2021 and the Company's		
-	circular dated 21 May 2021.		
-	onouna datos II maj IVIII		
	(Subject to approval at SGM to be held on 08/06/2021)		
-	Ordinary shares (Note 1)	NIL	NIL
2	N/A		
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-			
-			
-			
-			
-	(/ /)		
-	shares (Note 1)		
-			
3.	N/A		
-			
-			
-			
-			
-	shares (Note 1)		
-	Total D. (Ordinary shares)	NIL	
-	(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 at 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)	(/ /)		
				(44711111111111111111111111111111111111		N/A	N/A
				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)		N/A	N/A
				Class of shares	Onlinear		
			State HK\$0.13	issuable (Note 1)	<u>Ordinary</u>		
3.	Placing	At price :		Issue and allotment date : (dd/mm/yyyy)	(13/05/2021)		
				AGM approval date: (dd/mm/yyyy)	(30/06/2020)		
						63,735,455	NIL
				Class of shares issuable (Note 1)			
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(асинниуууу)		N/A	N/A

								No. of new shares of issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the
	Type of Issue								month
5.	Scrip dividend At price :	State currency ———	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/)	N/A	<u>N/A</u>
6.	Repurchase of shares		Class of shares repurchased (Note 1) Cancellation date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)			/		N/A	N/A
7.	Redemption of shares		Class of shares redeemed (Note 1) Redemption date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)		/	/		N/A	N/A
8.	Consideration at price:	State currency———	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 (Note 1)	_			_		
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									N/A	N/A
10	Othor			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)	(/	/)	N/A	N/A
					ere	nc	e sh	nare	s) <u>63,735,455</u> s) <u>N/A</u> s) <u>N/A</u>	_

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	63,735,455
(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").)	n 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):	
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Submitted by: Chung Cheuk Man	
Title: Joint 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.