HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

0/11/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Truly International Holdings Limited	
Date Submitted	02/12/2019	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00732</u> Descrip	otion :	Ordinary S	Shares
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>
Balance at close of preceding month	5,000,000,000	\$0.02	\$100,000,000.00
Increase/(decrease)	-	-	
Balance at close of the month	5,000,000,000	\$0.02	\$100,000,000.00
(2) Stock code : <u>N/A</u> Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	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 Desc	cription :		
		No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of p	preceding mon	th		
Increase/(decrease)			_	
Balance at close of t	he month			

3. Other Classes of Shares

Stock code :	N/A	Descrip	tion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	f precedin	g month _			
Increase/(decrease	e)	-			
Balance at close of	f the mon	th _			

Total authorised share capital at the end of the month (*HK*\$): \$100,000,000.00

II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	3,289,229,398			<u> </u>
Increase/ (decrease) during the month	<u> </u>			
Balance at close of the month	3,289,229,398			

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	ion Schemes o	of the Issuer)			
Particulars of share option scheme including EGM	Λ	Aovement duri	ng the month			No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date	ľ		ng the month		_	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. N/A						
(/ /)						
shares	-	-	_	-	-	-
(Note 1)						
2. N/A						
<u> (/ </u>						
shares	-			-		-
(Note 1)						
2 NI/A						
<u>3. N/A</u>						
shares	-					-
(Note 1)		Toto	A (Ordina)	ny charac)		
		TOLA				
				her class)		
Total funda vaisad d		ath from over-	•	101 (1035)		
Total funds raised d of options (HK\$)	uring the mol	nun from exerci	se	_		
			. <u> </u>	-		

Warrants to Issue Shares of the	he 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
<u>1. N/A</u>	_					
	_					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable)						
	(/ /)				
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)	(/ /)				
<u>3.</u> N/A	_					
	_					
				·		. <u> </u>
Outbookinsting and as						
EGM approval date						
(if applicable) (dd/mm/yyyy))				
<u>4. N/A</u>)				
	_					
	_					
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Outbackinsting weight						
EGM approval date						
(if applicable)	(/ /)				
	X					
		Total B	B. (Ordina	ary shares)		-
			(Preferen	ce shares)		-
			(U	other class)		-

Convertibles (i.e. Convertible	Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)								
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			
<u>1. N/A</u>	_								
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)								
<u>2. N/A</u>	_								
	_								
	_								
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A									
	_								
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)									
Stock code (if listed)									
	(/ /)								
	·	T	otal C. (Ordina	ary shares)		_			
			(Preferen	ce shares)					
			(O	ther class)		-			

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. <u>N/A</u>		
shares (Note 1)		
		-
2. N/A		
shares (Note 1)		
3. N/A		
5. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Type of Issue Class of shares	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue At price: State currency Issue and allotment date: (//) EGM approval date: (//) (d/mm/yyyy) EGM approval date: (//) 2. Open offer At price: State currency Issue and allotment issuable (Note 1) (//) 2. Open offer At price: State currency Issue and allotment date: (//) 3. Placing At price: State currency Issue and allotment date: (//) 3. Placing At price: State currency Issue and allotment (///) (///) Base of shares N/A (dd/mm/yyyy)	
EGM approval date: (/ /) (dd/mm/yyyy) Class of shares <u>N/A</u> issuable (Note 1) Class of shares <u>N/A</u> issuable (Note 1) Class and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares <u>N/A</u> issuable (Note 1) Class of shares <u>N/A</u> issuable : (dd/mm/yyyy) EGM approval date: (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) Class of shares <u>N/A</u> Class of shares <u>N/A</u>	
2. Open offer At price : State currency Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) 3. Placing At price : State currency Issue and allotment (/ /) (dd/mm/yyyy)	
2. Open offer At price : State currency Issue and allotment date : (d/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) 3. Placing At price : State currency Issue and allotment (/ /) State (dd/mm/yyyy) Class of shares N/A Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A Class Class Class Class Class Class Class Class Class <td></td>	
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) (date : (dd/mm/yyyy) EGM approval date: (/ /) (date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	
EGM approval date: (/ /) (dd/mm/yyyy) Class of shares <u>N/A</u> State <u>Class of shares N/A</u> Subsection and allotment (/ /) Gef approval date: (/ /) EGM approval date: (/ /) Class of shares <u>N/A</u>	
3. Placing At price : State Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	
3. Placing At price : State Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	
S. Flacing At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	
(dd/mm/yyyy)	
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
	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	issuable (Note 1)				
		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares	N/A			
		repurchased (Note 1)	(/ /)		
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /			
		EGM approval date: (dd/mm/yyyy)	,	,		
7.	Redemption of shares	Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ / (/ /)		
8.	Consideration At price : State	Class of shares issuable <i>(Note 1)</i> Issue and allotment	<u> </u>			
	issue At price : currency —	date : (dd/mm/yyyy) EGM approval date:	(/ /)		
		(dd/mm/yyyy)				
		Class of shares issuable (Note 1)	<u>N/A</u>	_		
9.	Capital reorganisation	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
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 (/ /) (/ /)		
				(Ordinary shares) nce shares) Other class)	-	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	-
(2)	-
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	-
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	-
(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 Jisting" 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	tted by: <u>Ma Wai Tong</u>
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.