



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities**
**For the month ended (dd/mm/yyyy) :** 31/08/2017

To : Hong Kong Exchanges and Clearing Limited

 Name of Issuer Zheng Li Holdings Limited

 Date Submitted 04/09/2017
**I. Movements in Authorised Share Capital**
**1. Ordinary Shares**

 (1) Stock code : 08283 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>( <i>HK\$</i> ) | Authorised share<br>capital<br>( <i>HK\$</i> ) |
|-------------------------------------|---------------------------|------------------------------|------------------------------------------------|
| Balance at close of preceding month | <u>2,000,000,000</u>      | <u>0.01</u>                  | <u>20,000,000</u>                              |
| Increase/(decrease)                 | <u>Nil</u>                |                              | <u>Nil</u>                                     |
| Balance at close of the month       | <u>2,000,000,000</u>      | <u>0.01</u>                  | <u>20,000,000</u>                              |

 (2) Stock code : N/A Description : N/A

|                                     | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State<br/>currency</i> ) |
|-------------------------------------|-----------------------------|--------------------------------------------|--------------------------------------------------------------|
| Balance at close of preceding month | <u>                    </u> | <u>                    </u>                | <u>                    </u>                                  |
| Increase/(decrease)                 | <u>                    </u> |                                            | <u>                    </u>                                  |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>                | <u>                    </u>                                  |

## 2. Preference Shares

|                                     |                          |                                        |                                                       |
|-------------------------------------|--------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | <u>N/A</u>               | Description :                          | <u>N/A</u>                                            |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                    | _____                                  | _____                                                 |
| Increase/(decrease)                 | _____                    | _____                                  | _____                                                 |
| Balance at close of the month       | _____                    | _____                                  | _____                                                 |

## 3. Other Classes of Shares

|                                     |                                |                                        |                                                       |
|-------------------------------------|--------------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | <u>N/A</u>                     | Description :                          | <u>N/A</u>                                            |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                          | _____                                  | _____                                                 |
| Increase/(decrease)                 | _____                          | _____                                  | _____                                                 |
| Balance at close of the month       | _____                          | _____                                  | _____                                                 |

Total authorised share capital at the end of the month (*HK\$*) : \_\_\_\_\_ 20,000,000

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |     | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
|                                       | (1)                    | (2) |                         |                                |
| Balance at close of preceding month   | 500,000,000            | N/A | N/A                     | N/A                            |
| Increase/ (decrease) during the month | Nil                    | N/A | N/A                     | N/A                            |
| Balance at close of the month         | 500,000,000            | 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 share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement 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 |
|----------------------------------------------------------------------------------------------------------|---------------------------|-----------|----------------------------|--------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
|                                                                                                          | Granted                   | Exercised | Cancelled                  | Lapsed |                                                                      |                                                                                           |
| 1. Share Option Scheme<br>(21/10/2016)<br>ordinary shares<br>(Note 1)                                    | Nil                       | Nil       | Nil                        | Nil    | Nil                                                                  | Nil                                                                                       |
| 2. N/A<br>( / / )<br>shares<br>(Note 1)                                                                  |                           |           |                            |        |                                                                      |                                                                                           |
| 3. N/A<br>( / / )<br>shares<br>(Note 1)                                                                  |                           |           |                            |        |                                                                      |                                                                                           |
|                                                                                                          |                           |           | Total A. (Ordinary shares) |        | Nil                                                                  |                                                                                           |
|                                                                                                          |                           |           | (Preference shares)        |        | N/A                                                                  |                                                                                           |
|                                                                                                          |                           |           | (Other class)              |        | N/A                                                                  |                                                                                           |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            | Nil    |                                                                      |                                                                                           |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| 2. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| 3. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| 4. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                 |                                  | Total B. (Ordinary shares)                | N/A                                                                                    |                                                                                                                |
|                                                          |                                 |                                                 |                                  | (Preference shares)                       | N/A                                                                                    |                                                                                                                |
|                                                          |                                 |                                                 |                                  | (Other class)                             | N/A                                                                                    |                                                                                                                |

## 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 |
|------------------------------------------------|--------------------------------|------------------------------------|----------------------------|------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 2. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 3. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 4. N/A                                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
|                                                |                                |                                    |                            | Total C. (Ordinary shares)   | N/A                                                                  |                                                                                           |
|                                                |                                |                                    |                            | (Preference shares)          | N/A                                                                  |                                                                                           |
|                                                |                                |                                    |                            | (Other 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<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )                                               |                                                                      |                                                                                           |
| 2. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )                                               |                                                                      |                                                                                           |
| 3. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )                                               |                                                                      |                                                                                           |
| Total D. (Ordinary shares)                                                                              | N/A                                                                  |                                                                                           |
| (Preference shares)                                                                                     | N/A                                                                  |                                                                                           |
| (Other class)                                                                                           | N/A                                                                  |                                                                                           |

## Other Movements in Issued Share Capital

| Other Movements in Issued Share Capital |              |                                 |                                                                                                                                 | 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                           |              |                                 |                                                                                                                                 |                                                                      |                                                                                           |            |
| 1.                                      | Rights issue | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |
| 2.                                      | Open offer   | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |
| 3.                                      | Placing      | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |
| 4.                                      | Bonus issue  |                                 | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |

For Main Board and GEM listed issuers

|               |                      |                                 |                                                                                                                          | 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 |                      |                                 |                                                                                                                          |                                                                      |                                                                                           |            |
| 5.            | Scrip dividend       | At price : State currency _____ | _____<br>Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased (Note 1)<br>Cancellation date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)              | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |
| 7.            | Redemption of shares |                                 | Class of shares redeemed (Note 1)<br>Redemption date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)                   | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |
| 8.            | Consideration issue  | At price : State currency _____ | _____<br>Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u>                                                                                | <u>N/A</u> |



For Main Board and GEM listed issuers

| 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)                                    | ( / / )<br>( / / )                                                   | <u>N/A</u> <u>N/A</u>                                                                     |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )                                                   | <u>N/A</u> <u>N/A</u>                                                                     |
|                            |                                                                                                                                                                    | Total E. (Ordinary shares)                                           | <u>N/A</u>                                                                                |
|                            |                                                                                                                                                                    | (Preference shares)                                                  | <u>N/A</u>                                                                                |
|                            |                                                                                                                                                                    | (Other class)                                                        | <u>N/A</u>                                                                                |

|                                                                                                                         |     |            |
|-------------------------------------------------------------------------------------------------------------------------|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <u>Nil</u> |
|                                                                                                                         | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |            |

Remarks (if any):

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Submitted by: Wong Cheung Ki Johnny

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*Notes :*

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*