

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2019						
To : Hong Kong Exchanges	and Clea	aring Limited				
Name of Issuer	Brainho	ole Technology Limi	ted			
Date Submitted	06/06/2	019				
I. Movements in Authorised	Share C	apital				
1. Ordinary Shares						
(1) Stock code : <u>02203</u>	Descri	ption :	BRAINHOL	E TECH		
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of precedi	ng month	2,000,000,000	0.01	20,000,000.00		
Increase/(decrease)		Nil		Nil		
moreace, (deer edee)						
Balance at close of the mor	nth	2,000,000,000	0.01	20,000,000.00		
(2) Stock code : N/A	Descri	ption :	N/A			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of precedi	1					
Increase/(decrease)						
alance at close of the month						

2. Preference Shares					
Stock code :	N/A	_Descript	ion :	N/A	
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pro-	ecedinç	_ month و			
Increase/(decrease)		_			
Balance at close of the	e montł	າ _			
3. Other Classes of Sl	hares				
Stock code :	N/A	_Descript	ion :	N/A	
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	ecedinç	_ month ر			
Increase/(decrease)		_			
Balance at close of the	e month	າ _			
Total authorised share	capital	l at the er	nd of the month	(HK\$): <u>20</u>	,000,000.00
				· · · <u>-</u>	
II. Movements in Issue	ed Shar	e Capital	l 		
			nary shares	No of preference	
	((1)	(2)	shares	classes of shares
Balance at close of preceding month	800,0	000,000	N/A	N/A	N/A
Increase/ (decrease) during the month	1	Nil	N/A	N/A	N/A
Balance at close of the month	800,0	00,000	N/A	N/A	N/A

Total funds raised during the month from exercise

of options (State currency)

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 the month pursuant issued pursuant scheme thereto as at close of including EGM thereto Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1.Share Option Scheme adopted on 23 September 2015 Ordinary shares NIL NIL NIL NIL NIL NIL (Note 1) 2.Exercise Price HK\$ Meeting approved (/ / shares (Note 1) 3. Exercise Price HK\$ Meeting approved (/ / shares (Note 1) Total A. (Ordinary shares) NIL (Preference shares) N/A N/A (Other class)

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	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price		IVA	-	<u>IVA</u>	IVA	
EGM approval date			-			
(if applicable) (dd/mm/yyyy) 2.	(/ /)	-			
(/ /) Stock code (if listed)						
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)	()	-			
<u>4.</u>	\ / /	,	-			
(/ /)						-
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price			_			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	-			
		Total E	3. (Ordina	ary shares)	N/A	_
			(Preferen	ce shares)	N/A	-
			(C	ther class)	N/A	_

Class and description 1.	Currency of amount outstanding	Amount a	t Converted	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
Stock code (if listed) Class of shares issuable (Note 1)		N/A	N/A	N/A	N/A	N/A
Subscription price EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)					
Stock code (if listed)						
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)	(/ /)		· ·	ary shares) ce shares) ther class)	N/A N/A 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)

Optio	ons (other than under Share Option Schemes)		
if a	particulars including EGM approval date (dd/mm/yyyy), oplicable, 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
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-			
-			
-	shares (Note 1)		
-	,		
2.	N/A		
	(/ /)		
	shares (Note 1)		
3.	N/A		
J	N/A		
-			
-			
-	shares (Note 1)		
-	Charles (Note 1)		
-	Total D. (Ordinary shares)	N/A	
-	(Preference shares)	N/A	
-	(Other class)	N/A	
	,		

	iei ivioveillellis	n issued Sna	are 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
	Type of 133uc			Class of shares				
				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)	(/ /)		
				(dd/IIIII/yyyy)			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 issuable (Note 1)				
2	Dianing	A	State	Issue and allotment	(/ /)		
3.	Placing	At price :	currency	date : (dd/mm/yyyy)				
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				, , , , , , , , , , , , , , , , , , , ,			<u>N/A</u>	N/A
				Class of shares				
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(GG/TITTI/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)				
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
							<u> </u>	N/A
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				= 0 app. 0 . a. aa. 0.	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares				
8.	Consideration issue	At price :	State currency ———	issuable (Note 1) 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		
	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
	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)	N/A	N/A
	Total E. (Ordinary share	es) N/A	
	(Preference share (Other clas	es) N/A	- - -
Total increase / (decrease) in ordinary shares dur	ing the month (i.e. Total of A to E):	(1)	NIL
		(2)	N/A
Total increase / (decrease) in preference shares of	,		N/A
Total increase / (decrease) in other classes of sha E):	ares during the month (i.e. Total of A t	0	N/A
(These figures should be the same as the relevan Capital").)	nt figures under II above ("Movement	s in Issued Si	
			_

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.							
	Romark	as (if any):							
	N/A	as (ii arry).							
	Submitt	ed by: Wan Duo							
	Title:	Director							
		(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. 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.