

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/i	mm/yyyy	y) : <u>31/07/2019</u>			
To : Hong Kong Exchanges	and Clea	aring Limited			
Name of Issuer	Brainho	le Technology Limi	ted		
Date Submitted	06/08/2		icu		
I. Movements in Authorised	Share C	apital			
1. Ordinary Shares					
(1) Stock code : 02203	Descri	ption :	BRAINHOL	E TECH	
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)	
Balance at close of precedir	ng month	2,000,000,000	0.01	20,000,000.00	
Increase/(decrease)		Nil		Nil	
Balance at close of the mon	th	2,000,000,000	0.01	20,000,000.00	
(2) Stock code : N/A	Descri	ption :	N/A	1	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of precedir					
Increase/(decrease)					
Balance at close of the mon	th				

2. Preference Shares							
Stock code :	V/A Descri	iption :	N/A				
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of pro	eceding month	າ					
Increase/(decrease)							
Balance at close of the month							
3. Other Classes of Sh	hares						
Stock code :	N/A Descri	iption :	ption : N/A				
		No. of other classes of shares		Authorised share capital (State currency)			
Balance at close of pro	eceding month	າ					
Increase/(decrease)							
Balance at close of the	e month						
Total authorised share	capital at the	end of the month	ı (HK\$) :2(0,000,000.00			
II. Movements in Issue	ed Share Capit	tal					
		dinary shares	No of preference				
	(1)	(2)	shares	classes of shares			
Balance at close of preceding month	800,000,000	N/A	N/A	N/A			
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A			
Balance at close of the month	800,000,000	N/A	N/A	N/A			

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 scheme the month pursuant issued pursuant thereto thereto as at close of including EGM 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) Total funds raised during the month from exercise of options (State currency) NIL

Warrants to Issue Shares of the	e Issuer which	are to be Listed	l			
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
Class of shares issuable (Note 1) Subscription price EGM approval date			-			
(if applicable)	, ,					
(dd/mm/yyyy)	(/ /)	_			
<u>Z.</u>						
(/ /) Stock code (if listed) Class of shares			-			
issuable (Note 1)			-			
Subscription price EGM approval date			=			
(if applicable)						
(dd/mm/yyyy)3.	(/ /)	-			
<u>5.</u>						
Class of shares			-			
Cubacciation price			-			
EGM approval date			_			
(if applicable)	()					
(dd/mm/yyyy) 4.	(/ /)	_			
				<u> </u>		_
(/ /) Stock code (if listed) Class of shares issuable (Note 1)			-			
Subscription price			-			
EGM approval date (if applicable)	(/ /	')	-			
		Total E		ary shares)	N/A	_
			(Preferen	ce shares)	N/A	-
			(C	Other class)	N/A	

Convertibles (i.e. Convertible	into Shares of t	the Issuer wh	nich are to be List	ed)		
Class and description	Currency of amount outstanding	Amount a close of preceding month	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
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 EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /)					
2.						
	<u> </u>					
Stock code (if listed)	<u> </u>					
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.						
	<u>—</u>					
-						
Stock code (if listed)						-
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)	/ / / \					
(dd/mm/yyyy)	(/ /)					
1.	_					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
	, ,		Total C. (Ordina	ary shares)	N/A	_
			•	ce shares)	N/A	_
			(O	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)

Options (other than dider onare option ochemes)		
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		
1471		
shares (Note 1)		
2. N/A		
-		
shares (Note 1)		
3. N/A		
1471		
shares (Note 1)		
		·
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	-
(Other class)	N/A	-
(Other class)	IN/A	-

shares of shares of issuer issuer which issued may be during the issued month pursuant pursuant thereto as a	Ot	her Movements	in Issued Sha	are Capital					
Class of shares State currency Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)		Type of Issue						issuer issued during the month pursuant	issuer which may be issued pursuant thereto as at close of the
State State Currency State Currency State Currency State Currency State Currency State Currency N/A N/A N/A		Type of foode			Class of shares				
At price : currency date : (dd/mm/yyyy)									
Class of shares State currency Issue and allotment (/ /) (dd/mm/yyyy) N/A N/	1.	Rights issue	At price :			(/ /)		
Class of shares					EGM approval date:	(/ /)		
State State State State Currency State Currency State State Currency State Currency State Currency State Currency State Currency State State State State Currency State State Currency State State Currency State State					(dd/mm/yyyy)			N/A	N/A
State State State State Currency State Currency State State Currency State Currency State Currency State Currency State Currency State State State State Currency State State Currency State State Currency State State									
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy)									
Class of shares State currency State currency State currency Class of shares State currency St		. "		State		(/ /)		
Class of shares	2.	Open offer	At price :			`	,		
Class of shares Class of s						(/ /)		
State State State State Currency State State Currency State State Currency State Currency State State Currency Currency State Currency Currency Currency State Currency Currency Currency Currency Currency Currency State Currency Currency					(dd/ffiff/yyyy)			N/A	N/A
State State State State Currency State State Currency State State Currency State Currency State State Currency Currency State Currency Currency Currency State Currency Currency Currency Currency Currency Currency State Currency Currency									
3. Placing At price : State Issue and allotment (/ /) date : (dd/mm/yyyy)									
Class of shares issuable (Note 1) 4. Bonus issue N/A N/A	3.	Placing	At price :		Issue and allotment	(/ /)		
Class of shares issuable (Note 1) 4. Bonus issue Sue and allotment (/ /) date : (dd/mm/yyyy)						(/ /)		
issuable (Note 1) 4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)					(dd/mm/yyyy)			N/A	N/A
issuable (Note 1) 4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
(dd/mm/yyyy)	4.	Bonus issue)		
<u>N/A</u> <u>N/A</u>						(/ /)	N1/A	N1/A
								N/A	IN/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
	71			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
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price :	State currency ———	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 (Note 1)					
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(,	/ /)		
		EGM approval date:	(,	/ /)		
		(dd/mm/yyyy)				N/A	N/A
		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
					shares		_
		(Prefe			shares r class		_
							_
To	tal increase / (decrease) in ordinary shares duri	ng the month (i.e. Total o	of A	to E	Ξ): (´	1)	NIL
					(2	2)	N/A
	tal increase / (decrease) in preference shares d	,			,		N/A
To	tal increase / (decrease) in other classes of sha :	res during the month (i.e	e. To	otal	of A to)	N/A
•	hese figures should be the same as the relevan apital").)	t figures under II above (("Mo	ove	ments	in Issued S	hare

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.	
	Remark	ks (if any):	
	N/A		
	Submitt	ted by: Wan Duo	
	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.