# **HKEX** 香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : \_\_\_\_\_31/05/2021

To : Hong Kong Exchanges and Clearing Limited

	Brainhole Technology Limited
Name of Issuer	(Incorporated in the Cayman Islands with limited liability)
Date Submitted	02/06/2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>02203</u> Descri	ption :	BRAINHOLE TECH		
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>	
Balance at close of preceding month	2,000,000,000	0.01	20,000,000.00	
Increase/(decrease)	Nil		Nil	
Balance at close of the month	2,000,000,000	0.01	20,000,000.00	
(2) Stock code : <u>N/A</u> Descri	ption :	N/A	Ι	
	No. of ordinary	Par value <i>(State</i>		
	shares		(State currency)	
Balance at close of preceding month		cùrrency)	(State currency)	
Balance at close of preceding month Increase/(decrease)		cùrrency)	(State currency)	

#### 2. Preference Shares

Stock code :	e : <u>N/A</u> Descripti		on :	N/A	ι
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close o	f precedin	g month			
Increase/(decrease	e)	_			
Balance at close o	f the mont	h			

#### 3. Other Classes of Shares

Stock code : <u>N/A</u> D	escription :	N/A	
	No. of other classes of shares	Par value Authorise (State cap currency) (State ca	
Balance at close of preceding n	nonth		
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month (*HK*\$) : \_\_\_\_\_20,000,000.00

### II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(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	<u>N/A</u>	N/A	N/A		

Particulars of share option scheme of No. of new shares of No. of new shares of suce rissued during issuer issued during the month approval data data data data data data data da	Share Options (und	er Share Opt	tion Schemes of	of the Issuer)			
scheme       the month pursuant       issued pursuant         including EGM       Movement during the month       thereto       thereto as at close o         approval date       Granted       Exercised       Cancelled       Lapsed         issuable       Granted       Exercised       Cancelled       Lapsed         1.Share Option       Scheme       adoptional       Scheme       issuable         3.Share Option       Scheme       NIL       NIL       NIL       NIL       NIL         Ordinary shares       NIL       NIL       NIL       NIL       NIL       NIL       NIL         (Note 1)       Scheme	Particulars of						
including EGM       Movement during the month       thereto       thereto as at close of the month         approval date       Granted       Exercised       Cancelled       Lapsed         1.Share Option       Scheme       Scheme       Scheme       Scheme         adopted       on 23       September       Scheme       Scheme         2015       Ordinary shares       NIL       NIL       NIL       NIL       NIL         Querted       Image: Scheme       Scheme       Scheme       Scheme       Scheme         2015       Ordinary shares       NIL       NIL       NIL       NIL       NIL         Querted       Image: Scheme       Scheme       Scheme       Scheme       Scheme         2015       Image: Scheme       Image: Scheme       Scheme       Scheme       Scheme       Scheme         2015       Image: Scheme       Image: Scheme       Image: Scheme       <							
approval date							
idd/imn/yyyy) and         class of shares         issuable       Granted       Exercised       Cancelled       Lapsed         1.Share Option         Scheme       adopted       on 23         September       2015		I	Movement duri	ng the month		thereto	
class of shares       Granted       Exercised       Cancelled       Lapsed         I.Share Option       Scheme       adopted       on 23       September         2015       Ordinary shares       NIL       NIL       NIL       NIL       NIL         Ordinary shares       NIL       NIL       NIL       NIL       NIL       NIL       NIL         Question       Ordinary shares       NIL       NIL       NIL       NIL       NIL       NIL         Question       Ordinary shares       NIL       NIL       NIL       NIL       NIL       NIL         (Note 1)       Shares       Ordinary shares <td< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td>the month</td></td<>							the month
issuable       Granted       Exercised       Cancelled       Lapsed         1.Share Option       Scheme       adopted       ordinary shares       NIL       NIL<							
1.Share Option         Scheme         adopted         on 23         September         2015         Ordinary shares       NIL         NIL       NIL         NIL       NIL         Ordinary shares       NIL         Ordinary shares       NIL         NIL       NIL         Meeting       approved         (/ / / )       shares         (Note 1)       Total A. (Ordinary shares)         (Nate 1)       NIL         Shares       NIA         (Note 1)       N/A         Shares       N/A         (Note 1)       N/A         Shares       N/A         (Other class)       N/A		Cronted	Evereiged	Cancellad	امممما		
Scheme       adopted         on 23       September         2015		Granieu	Exercised	Cancelled	Lapseu		
adopted       or 23         September       2015         Ordinary shares       NIL       NIL       NIL       NIL       NIL         Ordinary shares       NIL       NIL       NIL       NIL       NIL       NIL         2.Exercise Price       HK\$							
on 23   September   2015     Ordinary shares   NIL   NIL     NIL <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td></t<>							
September       2015         Ordinary shares       NIL       NIA       NIL       NIA       NIL       NIA       N							
2015       Ordinary shares       NIL       NIL <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>							
Ordinary shares     NIL     NIL     NIL     NIL     NIL     NIL       2.Exercise Price       HK\$       Meeting       approved       ( / / )       shares       (Note 1)       3. Exercise       Price       HK\$       Meeting       approved       ( / / )       shares       (Note 1)       3. Exercise       Price       HK\$       Meeting       approved       ( / / )       shares       (Note 1)       Total A. (Ordinary shares)       (NA       (Other 1)       Total A. (Ordinary shares)       (Other class)       N/A       Total funds raised during the month from exercise							
(Note 1)         2.Exercise Price         HK\$         Meeting         approved         (1/1)         Shares         (Note 1)         3. Exercise         Price         HK\$         Meeting         approved         (1/1)         Shares         (Note 1)         Shares         Meeting         approved         (1/1)         Shares         (Note 1)         Total A. (Ordinary shares)         (NA         (Other class)         N/A         Total funds raised during the month from exercise	2015						
2. Exercise Price         HK\$         Meeting         approved         (1/1)         3. Exercise         Price         HK\$         Meeting         approved         (1/1)         3. Exercise         Price         HK\$         Meeting         approved         (1/1)         Shares         (Note 1)         Total A. (Ordinary shares)         NIL         (Note 1)         Total A. (Ordinary shares)         N/A         (Other class)         N/A	Ordinary shares	NIL	NIL	NIL	NIL	NIL	NIL
HK\$         Meeting approved ( / / ) shares         (Note 1)         3. Exercise Price HK\$         Price HK\$         Meeting approved ( / / ) shares         (/ / ) shares         (Note 1)         Total A. (Ordinary shares) (Preference shares) (Other class)         NIL N/A         N/A         Total funds raised during the month from exercise							
HK\$         Meeting approved ( / / ) shares         (Note 1)         3. Exercise Price HK\$         Price HK\$         Meeting approved ( / / ) shares         (/ / ) shares         (Note 1)         Total A. (Ordinary shares) (Preference shares) (Other class)         NIL N/A         N/A         Total funds raised during the month from exercise	2 Exercise Price						
Meeting         approved         (////)         shares         (Note 1)         3. Exercise         Price         HK\$         Meeting         approved         (///)         shares         (Note 1)         Total A. (Ordinary shares)         (Note 1)         Total A. (Ordinary shares)         (Note 1)         Total A. (Ordinary shares)         (NA         (Other class)         N/A         Total funds raised during the month from exercise							
approved   ( / / )   shares   (Note 1)   3. Exercise   Price   HK\$     Meeting   approved   ( / / )   shares     (Note 1)     Total A. (Ordinary shares)   (Other class)     N/A     N/A     Total funds raised during the month from exercise							
approved   ( / / )   shares   (Note 1)   3. Exercise   Price   HK\$     Meeting   approved   ( / / )   shares     (Note 1)     Total A. (Ordinary shares)   (Other class)     N/A     N/A     Total funds raised during the month from exercise	Meeting						
Image: Constant of the second state							
(Note 1)         3. Exercise         Price         HK\$         Meeting         approved         ( / / )         shares         (Note 1)         Total A. (Ordinary shares)         NIL         (Preference shares)         N/A         (Other class)         N/A							
(Note 1)         3. Exercise         Price         HK\$         Meeting         approved         ( / / )         shares         (Note 1)         Total A. (Ordinary shares)         NIL         (Preference shares)         N/A         (Other class)         N/A	shares						
Price         HK\$         Meeting         approved         ( / / )         shares         (Note 1)         Total A. (Ordinary shares)         NIL         (Preference shares)         N/A         (Other class)         N/A         Total funds raised during the month from exercise							
Price         HK\$         Meeting         approved         ( / / )         shares         (Note 1)         Total A. (Ordinary shares)         NIL         (Preference shares)         N/A         (Other class)         N/A         Total funds raised during the month from exercise	· · ·						
HK\$         Meeting approved ( / / ) (Note 1)         Total A. (Ordinary shares) (Note 1)         Total A. (Ordinary shares) (Preference shares) (Other class)         NIL (Other class)         N/A         Total funds raised during the month from exercise							
Meeting approved ( / / ) shares       NiL         (Note 1)       Total A. (Ordinary shares) (Preference shares)       NIL         (Preference shares)       N/A         (Other class)       N/A         Total funds raised during the month from exercise							
approved         (       /       )         shares	HK\$						
approved         (       /       )         shares	Meeting						
Image: Constraint of the state of the s							
(Note 1)       Total A. (Ordinary shares)       NIL         (Preference shares)       N/A         (Other class)       N/A         Total funds raised during the month from exercise       N/A							
(Note 1)       Total A. (Ordinary shares)       NIL         (Preference shares)       N/A         (Other class)       N/A         Total funds raised during the month from exercise       N/A	shares						
Total A. (Ordinary shares)       NIL         (Preference shares)       N/A         (Other class)       N/A         Total funds raised during the month from exercise       N/A							
(Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise			Tota	A (Ordina)	ry shares)	NII	
(Other class) N/A			1012				
Total funds raised during the month from exercise							
	Total funds raised d	uring the mo	nth from exerc	•			
· · · · · · · · · · · · · · · · · · ·					NIL		
		, /			_		

Share Options (under Share Option Schemes of the Issuer)

## III. Details of Movements in Issued Share Capital

Warrants to Issue Shares of the	e 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.</u>						
	N/A	N/A	N/A	N/A	N/A	N/A
Subscription price EGM approval date (if applicable)						
2.						
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) 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)	( / /	)				
4.						
( / / )						
		)				
(dd/mm/yyyy)		) Total E	(Preferen	ary shares) ice shares) other class)	N/A N/A N/A	- -

Convertibles (i.e. Convertible	into Shares of th	e Issuer whi	ch are to be Liste	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
<u>1.</u>						
	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))	( / / )					
<u>2.</u>						
Stock code (if listed) Class of shares issuable <i>(Note 1)</i> Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<u>3.</u>						
Stock code (if listed)						
Class of shares issuable <i>(Note 1)</i> Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
	_					
Stock code (if listed)						
Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
			,	ry shares) ce shares) ther class)	N/A N/A N/A	- -

Opti	ons (other than under Share Option Schemes)		ý <b>5</b>
	Il particulars including EGM approval date (dd/mm/yyyy),	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
ifa	pplicable, and class of shares issuable:		
	N/A		
	( / / )		
	shares (Note 1)		
2.	N/A		
3.	N/A		
_			
	( / / )		
	shares (Note 1)		
	<b>T</b> +   <b>D</b> = / <b>O</b>		
	Total D. (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)

		n Issued Sha					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
	Type of Issue							month
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State	lssue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State	lssue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
4.	Bonus issue			lssue and allotment 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					
5.	Scrip dividend	At price :	State currency ———	issuable (Note 1) Issue and allotment 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>	<u> </u>
				Class of shares redeemed (Note 1)					
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(	/ /	)		
				EGM approval date: (dd/mm/yyyy)	(	/ /	)	N1/A	N1/A
								<u>N/A</u>	N/A
				Class of shares issuable (Note 1)					
8.	Consideration issue	At price :	State currency ———	lssue and allotment date : (dd/mm/yyyy)	(	/ /	)		
				EGM approval date: (dd/mm/yyyy)	(	/ /	)		
								<u>N/A</u>	N/A
				Class of shares issuable (Note 1)					
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(	/ /	)		
				EGM approval date: (dd/mm/yyyy)	(	/ /	)		_
								N/A	<u>N/A</u>

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
	State currency	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	N/A	N/A
			rdinary share erence share (Other clas	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	NIL
(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").)	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.

Submitted by: <u>Wan Duo</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.