

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

31/10/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Summi (Group) Holdings Limited	
Date Submitted	03/11/2020	

I. Movements in Authorised Share Capital

1. Ordinary Shares								
(1) Stock code : <u>00756</u> Description : <u>Ordinary Shares</u>								
	No. of ordinary shares	Par value <i>(HKD)</i>	Authorised share capital <i>(HKD)</i>					
Balance at close of preceding month	3,000,000,000	0.01	30,000,000					
Increase/(decrease)	Nil		Nil					
Balance at close of the month	3,000,000,000	0.01	30,000,000					
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A						
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	N/A Par value (State currency)	Authorised share capital (State currency)					
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary	Par value (State	Authorised share capital					
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>					

2. Preference Shares

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

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (HKD):

30,000,000

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	1,347,860,727	Nil	Nil	Nil
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil
Balance at close of the month	1,347,860,727	Nil	Nil	Nil

III. Details of Movements in Issued Share Capital

Share Options (un	der Share Opt	tion Schemes of	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	Γ	Movement duri	ng the month		thereto	thereto as at close of
approval date						the month
(dd/mm/yyyy) and						
class of shares	Crowtod	Eversional	Concelled	امممما		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Ordinary						
Shares						
Exercise price						
HK\$0.75						
adopted on						
(07/06/2008) Ordinary						
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2. Ordinary						
Shares						
Exercise price						
HK\$0.90						
(adopted on						
07/06/2008)						
Ordinary	N 111	N 111			N	N
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						

Share Options (un	der Share C	ption Schem	nes of the Issu	uer) (contin	ued)	
Particulars of					No. of new shares	No. of new shares
share option					of issuer issued	of issuer which may
scheme					during the month	be issued pursuant
including EGM	ſ	Movement du	ring the month	1	pursuant thereto	thereto as at close
approval date					-	of the month
(dd/mm/yyyy)						
and class of						
shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
3. Ordinary						
Shares						
Exercise price						
HK\$1.15						
-						
(adopted on 07/06/2008						
and refreshed						
on 05/11/2012)						
Ordinary						
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
4. Ordinary						
Shares						
Exercise price						
HK\$1.03						
(adopted on						
07/06/2008						
and refreshed on 05/11/2012)						
Ordinary						
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
5. Ordinary						
Shares						
Exercise price						
HK\$1.112						
(adopted on						
07/06/2008						
and refreshed						
on 05/11/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	9,850,000
(Note 1)	INII				INII	3,030,000
		- -	-1.4 (0 "		N 111	
		Tot	al A. (Ordin			
			•	nce shares)		
			(0	Other class)	Nil	
Total funds raised d	uring the mo	nth from exer	cise			
of options (HKD)	-			Nil		

Share Options (under Share Option Schemes of the Issuer) (continued)

Warrants to Issue Shares of the	Issuer which	are to be Liste	d			
		Nominal value at close		Nominal value at	No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued pursuant thereto as at
Description of warrants		of preceding	during the		pursuant	close of the
(Date of expiry - dd/mm/yyyy)	value	month	month	month	thereto	month
1. Unlisted warrants						
148,715,040 Rui Er						
Warrants						
(Remarks 1)	HKD	5,950,000	-	5,950,000		148,715,040
(27 / 02 / 2021)						
Stock code (if listed)	N/A	<u>.</u>				
Class of shares	_					
issuable (Note 1)	Ordinary s					
Subscription price	HK\$0.	04*				
EGM approval date (if applicable) (dd/mm/yyyy)	(27/ 12 /	2019)				
2. Unlisted warrants	``	/				
120,784,960 Individual						
Warrants						
(Remarks 1)	HKD	4,830,000	-	4,830,000	-	120,784,960
(27 / 02 / 2021)		<u> </u>		, ,		
Stock code (if listed)	N/A					
Class of shares		·				
issuable (Note 1)	Ordinary s	shares				
Subscription price	HK\$0.					
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(27/ 12 /	2019)				
3.						
(/ /)						
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)						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
		T / 1 P			K 191	
		Total B	`	ary shares)_	Nil	
			•	ce shares)_	Nil	
			(U	ther class)_	Nil	

Convertibles (i.e. Convertible	e into Shares of th	ne Issuer whic	h are to be Lis	ted)		
	Currency of	Amount at	Converted	Amount of	No. of new shares of issuer issued during the	No. of new shares of issuer which may be issued pursuant
	Currency of amount	close of preceding	Converted during the	Amount at close of the	month pursuant	thereto as at close of the
Class and description	outstanding	month	month	month	thereto	month
1. Convertible Bonds						
(Remarks 1)						
	 HKD	74,000,000	-	74,000,000	-	395,721,925
Stock code (if listed) N						
Class of shares						
issuable (Note 1)	Ordinary shares	<u>S</u>				
Subscription price EGM approval date	HK\$0.187					
(if applicable)						
(dd/mm/yyyy))	(27/12/2019)					
2.	· · ·					
					·	
Stock code (if listed)						
Class of shares 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)						
	(/ /)					
4.						
Stock code (if listed)					·	
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(uu/mm/yyyy)	(/ /)		Total C (Ordin	ary shares)	Nil	
				nce shares)		-
				Other class)		

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		
2.		
shares (Note 1)		
3.		
3		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares) (Other class)	Nil Nil	
	INII	

Oth	ner Movements	in Issued Sha	are Capital						No. of new shares of	No. of new shares of
									issuer issued during the month pursuant thereto	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	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares issuable (Note 1)						
2.	Open offer	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares issuable (Note 1)						
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares issuable (Note 1)						
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
				Class of shares					
			0	issuable (Note 1)	, ,		`		
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	()	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares repurchased (Note 1)					
6.	Repurchase of shares				(/	/)		
					(/	/)		
				Class of shares redeemed (Note 1)					
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				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)	(/	/)		

	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 (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
10	Other At price :	State	Class of shares issuable (Note 1)		
10.	(Please specify) At price :	currency	Issue and allotment date : (dd/mm/yyyy)(/ /)EGM approval date: (dd/mm/yyyy)(/ /)		
			Total E. (Ordina		
			share (Preference share (Other clas	s) Nil	-

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

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.

Remarks (if any):

Issue of new convertible bonds and warrants on 28 February 2020, details of which are set out in the circular and announcement of the Company dated 10 December 2019 and 28 February 2020 respectively.

Submitted by: Lee Kwok Lun

Title: <u>Company Secretary</u> (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.