



**Monthly Return of Equity Issuer on Movements in Securities**

**For the month ended (dd/mm/yyyy) :** 30/11/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Chinese Strategic Holdings Limited

Date Submitted 4 December 2018

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|   |                           |  |  |
|---|---------------------------|--|--|
| (1) Stock code : <u>8089</u> Description : <u>Ordinary Shares</u> |                           |  |  |
|   | 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>10,000,000,000</u>     | <u>HK\$0.01</u>                        | <u>HK\$100,000,000</u>                                   |
| Increase/(decrease)   | <u>-</u>                  |  | <u>-</u>   |
| Balance at close of the month                                     | <u>10,000,000,000</u>     | <u>HK\$0.01</u>                        | <u>HK\$100,000,000</u>                                   |
| (2) Stock code : <u>N/A</u> Description : _____                   |                           |  |  |
|   | No. of ordinary<br>shares | Par value<br>( <i>State currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                               | _____                     | _____                                  | _____  |
| Increase/(decrease)   | _____                     |  | _____  |
| Balance at close of the month                                     | _____                     | _____                                  | _____  |

## 2. Preference Shares

|   |                          |                  |                                 |
|---|--------------------------|------------------|---------------------------------|
| Stock code : <u>    N/A    </u> Description : _____ |                          |                  |                                 |
|   | No. of preference shares | Par value (HK\$) | Authorised share capital (HK\$) |
| 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 : _____ |                                |                            |   |
|   | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| 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\$) :     **HK\$100,000,000**

## 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   | <b>206,777,513</b>     | N/A | N/A                     | N/A                            |
| Increase/ (decrease) during the month | -                      |     |                         |                                |
| Balance at close of the month         | <b>206,777,513</b>     |     |                         |                                |

## 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 approved on 2 April 2014<br>Date of grant : 23 March 2016<br>Exercise price : HK\$6.1640<br>(due on 22 March 2026)<br>(Note 1) | -                         | -         | -                          | -      | -  | 2,545,795   |
| 2. N/A<br>( / / )<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 (HK\$)   |                           |           |                            |        | <b>NIL</b>   |   |

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

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. See Remark 1<br><br><br><br><br><br><br><br><br><br>shares ( <i>Note 1</i> )                         |  |   |
| 2. N/A<br><br><br><br><br><br><br><br><br><br>shares ( <i>Note 1</i> )                                  |  |   |
| 3. N/A<br><br><br><br><br><br><br><br><br><br>shares ( <i>Note 1</i> )                                  |  |   |
| Total D. (Ordinary shares)  | NIL  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

Other Movements in Issued Share 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 |
|---------------|--------------|---------------------------------|---|--|---|
| 1.            | Rights issue | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | N/A   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | N/A   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>AGM approval date: (dd/mm/yyyy) ( / / ) | _____  | N/A   |
| 4.            | Bonus issue  |                                 | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | 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 |
|---------------|----------------------|---------------------------------|---|--|---|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | N/A   |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased (Note 1) _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | _____  | N/A   |
| 7.            | Redemption of shares |                                 | Class of shares redeemed (Note 1) _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | _____  | N/A   |
| 8.            | Consideration issue  | At price : HK\$ _____           | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>SGM approval date: (dd/mm/yyyy) ( / / ) | _____  | 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 |
|---------------|------------------------|-----------------------|---|--|---|
| 9.            | Capital reorganisation |                       | Class of shares issuable _____<br><i>(Note 1)</i><br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>SGM approval date: (dd/mm/yyyy) ( / / ) | _____  | N/A   |
| 10.           | Other                  | At price : HK\$ _____ | Class of shares issuable _____<br><i>(Note 1)</i><br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>SGM approval date: (dd/mm/yyyy) ( / / ) | _____  | N/A   |
|               |                        |                       |   | Total E. (Ordinary shares)   | _____ N/A   |
|               |                        |                       |   | (Preference shares)  | _____ N/A   |
|               |                        |                       |   | (Other class)  | _____ N/A   |

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

Remarks (if any):

1. On 23 May 2018, the vendors, the purchaser and the Company (the “Parties”) entered into a sale and purchase agreement (“Sale and Purchase Agreement”), subject to the terms and conditions of which the vendors agreed to sell, and the purchaser agreed to acquire the sale shares, representing 55% equity interest in 北京金准韋特智能科技有限公司, at the consideration of HK\$96,000,000, which shall be satisfied (i) as to HK\$3,000,000 in cash; and (ii) as to HK\$93,000,000 by the issue of the exchangeable note by the purchaser which can be exchanged into the convertible bonds issued by the Company. The Parties procured fulfilment of conditions precedent in the Sale and Purchase Agreement before 31 July 2018. While on 5 September 2018, the Parties entered into a supplemental agreement to the Sale and Purchase Agreement to extend the abovementioned deadline to 31 October 2018.

As certain Conditions have not been clarified with the authorities as at 31 October 2018, the Sale and Purchase Agreement (as supplemented by the Supplemental Agreement) lapsed accordingly.

For details, please refer to the announcements of the Company dated 23 May 2018, 11 September 2018 and 12 November 2018.

Submitted by: Cheung Ching Man

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

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.