

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

For the month ended (dd/mm/yyyy) :	30/04/2017	
For the month ended (dd/mm/yyyy) :	30/04/2017	

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Zheng Li Holdings Limited
Date Submitted	04/05/2017

I. Movements in Authorised Share Capital

(1) Stock code : <u>08283</u> Desc	ription : Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	2,000,000,000	0.01	20,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	2,000,000,000	0.01	20,000,000
(2) Stock code : <u>N/A</u> Desc	ription : <u>N/A</u>		
(2) Stock code : <u>N/A</u> Desc	ription : <u>N/A</u> No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
<ul> <li>(2) Stock code : <u>N/A</u> Desc</li> <li>Balance at close of preceding month</li> </ul>	No. of ordinary	(State	capital
	No. of ordinary	(State	capital

# 2. Preference Shares

Stock code : $\underline{N/A}$	Descri	ption : <u>N/A</u>		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pred	ceding month			
Increase/(decrease)				
Balance at close of the	month			

### 3. Other Classes of Shares

Stock code : <u>N/A</u>	Descrip	ption : <u>N/A</u>		
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prec	eding month			
Increase/(decrease)				
Balance at close of the 1	month			

Total authorised share capital at the end of the month (HK\$): 20,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	500,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil	N/A	N/A	<u>N/A</u>		
Balance at close of the month	500,000,000	N/A	N/A	<u>N/A</u>		

### III. Details of Movements in Issued Share Capital

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

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share	Granted	Exclused	Calleened	Lapsed		
Option						
Scheme						
Scheme						
(21/10/2016)						
ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)	1111		1111		1111	1111
(note 1)						
2. N/A						
2.10/11						
shares						
(Note 1)				·		
(INDIE I)						
3. N/A						
J. IV/A						
( / / )						
shares		·				
(Note 1)		-			N 714	
		То	otal A. (Ordin		Nil	
				nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur		from exercise of	of			
options (State current	cy)			Nil		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of N nominal value p	Nominal value close of preceding mo	du	ercised ring the nonth	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. N/A</u>							
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price							
EGM approval date (if applicable)							
(dd/mm/yyyy) 2. N/A	( / /	)					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
3. N/A							
( / / ) Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
4. N/A		/					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
		7	fotal B.	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	
				(		11/1	

Convertibles (i.e. Convertible i	For Main Board and GEM listed issuers to Shares of the Issuer which are to be Listed)					
Class and description		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. N/A</u>						
	<u> </u>					
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)) 2. N/A	( / / )					
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	( / / )					
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<u>4. N/A</u>						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
				nary shares) ence shares) Other class)	N/A N/A N/A	-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	issued pursuant thereto as at close of the month
1. <u>N/A</u>	-	
( / / ) shares (Note 1)		
2. <u>N/A</u>	-	
shares (Note 1)		
3. <u>N/A</u>		
( / / ) shares (Note 1)	-	
Total D. (Ordinary shares)	N/A	
(Preference shares) (Other class)	N/A N/A	

Oth	her Movements in l	Issued Share Capital				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 Issue						
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	NI/A	NI/A
						N/A	N/A
			Class of shares issuable ( <i>Note 1</i> )				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						N/A	N/A
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	<b>NT</b> /A	<b>NT</b> ( A
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

						No. of new shares of issuer issued during the month pursuant thereto	issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue						
			Class of shares issuable ( <i>Note 1</i> )				
5.	Scrip dividend A	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 ( <i>Note 1</i> )				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( //	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Class of shares redeemed ( <i>Note 1</i> )				
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 A	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

				For Main Bo	For Main Board and GEM listed issuers			
	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 issua (Note 1)	ıble	-			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)			
			EGM approval date: (dd/mm/yyyy)	( / /	) N/A	N/A		
			Class of shares issua (Note 1)	able	-			
10.	Other (Please specify)	At price : State	- Issue and allotment date : (dd/mm/yyyy)	( / /	)			
			EGM approval date: (dd/mm/yyyy)	( / /	) <u>N/A</u>	N/A		
			Total E.	(Ordinary sha (Preference sha (Other c	ares) 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 Issued Share Capital").)					

Remarks (if any):

Submitted by: Wong Cheung Ki Johnny

 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.