HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

30/9/2020

To : Hong Kong Exchanges and Clearing Limited

	Morris Holdings Limited
Name of Issuer	(Incorporated in the Cayman Islands with limited liability)
Date Submitted	7 October 2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1575</u> Descrip	otion :	Ordinary	Shares	
	No. of ordinary shares	currency)	Authorised share capital (State currency)	
Balance at close of preceding month	10,000,000,000	US\$0.001	US\$10,000,000	
Increase/(decrease)				
Balance at close of the month	10,000,000,000	_US\$0.001	US\$10,000,000	
(2) Stock code :Descrip	otion :			
	No. of ordinary shares		capital	
Balance at close of preceding month	N/A		N/A	
Increase/(decrease)	N/A		N/A	
Balance at close of the month	N/A		N/A	

2. Preference Shares

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

3. Other Classes of Shares

Stock code : <u>N/A</u> Desc	ription :	N/A	Α
	No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding mont	hN/A		N/A
Increase/(decrease)	N/A	-	N/A
Balance at close of the month	N/A		N/A

Total authorised share capital at the end of the month *(US\$)*:

10,000,000

II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	1,000,000,000	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	1,000,000,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under	r Share Optio	on Schemes of th	ne Issuer)			
Particulars of share option scheme including EGM					issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant
approval date (dd/mm/yyyy) and -	1	Movement during	g the month		thereto	thereto as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme						
(10/12/2016) Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)			1111			
2.						
(
(Note 1)						
<u>3.</u> N/A						
(/ /) shares						
(Note 1)						
(,		Total	A. (Ordina	ry shares)	N/A	
			(Preferenc	ce shares)	N/A	
			(Ot	ther class)	N/A	
Total funds raised dur options (State currend		h from exercise	of	N/A		

Warrants to Issue Shares of the	Issuer which	are to be	Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal at clos preceo mon	e of ding	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. N/A</u>							
Subscription price							
EGM approval date (if applicable)							
(il applicable) (dd/mm/yyyy)	(/ /)					
<u>2. 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)	(/ /)					
3 N/A	(, ,	/					
							<u> </u>
(/ /) Stock code (if listed)							
Class of shares							
EGM approval date							
(if applicable)		``					
(dd/mm/yyyy) 4 N/A	(/ /)					
(/ /) Stock code (if listed)							
Class of shares							
Subscription price EGM approval date							
(if applicable)	, , ,	`					
(dd/mm/yyyy)	(/ /)	<u> </u>				
			Total B.		ary shares)		_
					ce shares)		-
				(U)	ther class)	N/A	-

Convertibles (i.e. Converti	ble int	o Shares o	of the la	ssuer which	are to be Listed	d)		
Class and description		Currency amour outstand	nt	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. HK\$200,000,000 at ar	า							
annual interest rate of 1.2								
(above 6 months HIBOR								
Convertible Loan due 20		HK\$	1	07,042,817	0	104,361,353	0	47,009,618
Stock code (if listed)		ΠΛΦ		07,042,017	0	104,301,333	0	47,009,010
Class of shares								
issuable (Note 1)	Ordin	ary Share	c					
		2.22 (subje						
Subscription price		tments)						
EGM approval date	aujus	unionita)						
(if applicable)								
(dd/mm/yyyy))		()					
2. N/A			/					
<u>2. IVA</u>		•						
Stock code (if listed)								
Class of shares								
issuable (Note 1)								
Subscription price								
EGM approval date								
(if applicable)			`					
(dd/mm/yyyy)		(/ /)					
<u>3. N/A</u>								
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 (Note 1)								
Subscription price								
EGM approval date								
(if applicable)								
(dd/mm/yyyy)		(/ /)					
(, , ,	/	<u> </u>	otal C. (Ordina	arv shares)	0	
				•		ice shares)		-
						ther class)		-
					(1			-

Options (other than under Share Option Schemes)		C C
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		
	-	
	-	
	-	
	-	
	_	
	_	
	_	
	_	
	_	
	-	
shares (Note 1)		
2. <u>N/A</u>	_	
	_	
	_	
	_	
	_	
	-	
	_	
shares (Note 1)		
3. <u>N/A</u>	-	
	-	
	-	
	-	
	4	
	4	
	4	
shares (Note 1)		
Total D (Ordinary abaraa)		
Total D. (Ordinary shares)	N/A N/A	-
(Preference shares)		-
(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)

Oth	ner Movements	in Issued Sha	are Capital				No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at
	Type of Issue						thereto	close of the 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)	(/ /)		
							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)	(/ /)		
							<u>N/A</u>	N/A
				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

	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 <i>(Note 1)</i>			
5.	Scrip dividend	At price :	State currency ———	lssue 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)	(/ /)		NT (1
						N/A	N/A
				Class of shares redeemed (Note 1)			
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)	1	
				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)	(/ /)	1	
				EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	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 <i>(Note 1)</i> Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
10.	Other (Please specify) At price :	State	Class of shares issuable (<i>Note 1</i>) Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
			Total E. (Ordina share (Preference share (Other clas	s) <u>N/A</u> s) <u>N/A</u>	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	0
(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 the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and (viii) executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

1. Assuming the Convertible Loan is fully converted into new shares at the conversion price of HK\$2.22 per

share. The principal terms of the Convertible Loan Agreement entered into by the Company with International

Finance Corporation on 5 January 2018 has already disclosed by the Company's announcement dated

5 January 2018.

Submitted by: Zou Gebing

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.