



## Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 30 June 2023

Status: Resubmission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: China Baoli Technologies Holdings Limited

Date Submitted: 18 July 2023

### I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00164	Description	Ordinary shares			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	65,000,000,000	HKD	0.01	HKD	650,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	65,000,000,000	HKD	0.01	HKD	650,000,000	

Total authorised/registered share capital at the end of the month: HKD 650,000,000

Remarks:

Immediately after the Capital Reorganisation (including the Share Consolidation and Share Subdivision) becoming effective on 20 June 2023, the authorised share capital of the Company has remained HK\$650,000,000 divided into 65,000,000,000 New Shares of par value of HK\$0.01 each.

**II. Movements in Issued Shares**

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00164	Description	Ordinary shares			
Balance at close of preceding month		725,881,020				
Increase / decrease (-)		-653,292,918				
Balance at close of the month		72,588,102				

## Remarks:

Immediately after the Capital Reorganisation (including the Share Consolidation and Capital Reduction) becoming effective on 20 June 2023, the issued share capital of the Company has been reduced to HK\$725,881.02 divided into 72,588,102 New Shares in issue which are fully paid or credited as fully paid.

### III. Details of Movements in Issued Shares

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

1. Type of shares issuable		Ordinary shares		Class of shares		Not applicable		Shares issuable to be listed on SEHK (Note 1)		Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)				00164								
Particulars of share option scheme		Number of share options outstanding at close of preceding month		Movement during the month		Number of share options outstanding at close of the month		No. of new shares of issuer issued during the month pursuant thereto (A)		No. of new shares of issuer which may be issued pursuant thereto as at close of the month		The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
1). Share Option Scheme adopted on 30 September 2021		37,215,612		Others -33,494,051		3,721,561				3,721,561		3,721,561
General Meeting approval date (if applicable)		30 September 2021										

Total A (Ordinary shares): \_\_\_\_\_

Total funds raised during the month from exercise of options: \_\_\_\_\_

Remarks:

The adjustments to the Outstanding Share Options and the number of New Shares may be issued were made upon the Capital Reorganisation becoming effective on 20 June 2023.

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

**(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)**

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00164				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). 1-year Convertible Bonds (pursuant to the Settlement Agreement dated 29 December 2021)(the "1-year SM Convertible Bonds")	HKD	40,000,000		40,000,000		11,428,571
Type of convertibles	Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)						
Subscription/Conversion price	HKD	3.5				
General Meeting approval date (if applicable)	24 June 2022					

2. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00164				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). 3-year Convertible Bonds (pursuant to the Subscription Agreements dated 1 August 2022)(the "3-year GM Convertible Bonds")	HKD	12,000,000		12,000,000		3,999,998
Type of convertibles	Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)						

Subscription/Conversion price	HKD	3
General Meeting approval date (if applicable)		

3. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00164					
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). 3-year Convertible Bonds at an interest rate of 2% per annum (pursuant to the Subscription Agreement dated 29 March 2023)(the "3-year SM Convertible Bonds")	RMB		Issued	20,000,000	20,000,000		

Type of convertibles	Bond/Notes
Stock code of the Convertibles (if listed on SEHK) (Note 1)	
Subscription/Conversion price	HKD 2.25
General Meeting approval date (if applicable)	16 June 2023

Total C (Ordinary shares): \_\_\_\_\_

Remarks:

The adjustments to the number of New Shares may be issued and the subscription/conversion price in relation to the 1-year SM Convertible Bonds were made upon the Capital Reorganisation becoming effective on 20 June 2023.  
The adjustments to the number of New Shares may be issued and the subscription/conversion price in relation to the 3-year GM Convertible Bonds were made upon the Capital Reorganisation becoming effective on 20 June 2023.  
The adjustment to the subscription/conversion price in relation to the 3-year SM Convertible Bonds was made upon the Capital Reorganisation becoming effective on 20 June 2023.

**(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)** Not applicable

**(E). Other Movements in Issued Share**

1. Type of shares issuable (Note 5 and 6)	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		00164				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Capital reorganisation			20 June 2023	16 June 2023	-653,292,918	

Total E (Ordinary shares): -653,292,918

## Remarks:

Capital reduction resulting from the Capital Reorganisation (including the Share Consolidation and Capital Reduction) becoming effective on 20 June 2023.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) -653,292,918

**IV. Information about Hong Kong Depositary Receipt (HDR)** Not applicable

## V. 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 and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised 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: Huen Lai Chun

Title: Secretary

(Director, Secretary or other Duly Authorised Officer)

### Notes

1. SEHK refers to Stock Exchange of Hong Kong.
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 Main Board Rule 13.25A / GEM Rule 17.27A 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 submit additional document.
5. In the context of repurchase of shares:
  - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
  - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
  - . "type of shares issuable" should be construed as "type of shares repurchased"; and
  - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
  - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
  - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
  - . "type of shares issuable" should be construed as "type of shares redeemed"; and
  - . "issue and allotment date" should be construed as "redemption date"