



## 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: 31 May 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Virtual Mind Holding Company Limited

Date Submitted: 05 June 2024

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

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01520	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	10,000,000,000	HKD	0.01	HKD	100,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	10,000,000,000	HKD	0.01	HKD	100,000,000	

Total authorised/registered share capital at the end of the month: HKD 100,000,000

**II. Movements in Issued Shares**

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01520	Description				
Balance at close of preceding month			2,165,276,324			
Increase / decrease (-)			330,000,000			
Balance at close of the month			2,495,276,324			

### III. Details of Movements in Issued Shares

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

1. Class of shares issuable		Ordinary shares	Type 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)			01520				
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 22/11/2013. Granted on 8/12/2021.	57,950,000			57,950,000		57,950,000	255,810,000
General Meeting approval date (if applicable)		22 November 2013					
2). Share Option Scheme adopted on 22/11/2013. Granted on 19/4/2022.	52,060,000			52,060,000		52,060,000	255,810,000
General Meeting approval date (if applicable)		25 March 2022					
3). Share Option Scheme adopted on 22/11/2013. Granted on 17/1/2023.	145,800,000			145,800,000		145,800,000	255,810,000
General Meeting approval date (if applicable)		21 June 2022					
4). Share Option Scheme adopted on 9 June 2023.	0			0		0	202,477,432
General Meeting approval date (if applicable)		09 June 2023					

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

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

**(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. Class of shares issuable		Ordinary shares	Type 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)		01520						
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).	Placing of Convertible Bonds (Convertible Bonds as defined in the announcements of the Company dated 13 December 2021 and 6 January 2022)	HKD	14,000,000			14,000,000	0	93,582,887
Type of convertibles		Bond/Notes						
Stock code of the Convertibles (if listed on SEHK) (Note 1)								
Subscription/Conversion price		HKD	0.1496					
General Meeting approval date (if applicable)		27 May 2021						

2. Class of shares issuable		Ordinary shares	Type 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)		01520						
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).	Placing of Convertible Bonds (Convertible Bonds as defined in the	HKD	15,000,000			15,000,000	0	60,000,000

announcements of the Company dated 27 July 2022 and 15 August 2022)						
Type of convertibles	Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)						
Subscription/Conversion price	HKD	0.25				
General Meeting approval date (if applicable)	21 June 2022					

Total C (Ordinary shares): \_\_\_\_\_ 0

**(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. Class of shares issuable (Note 5 and 6)	Ordinary shares	Type 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)	01520					
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). Placing/Subscription	HKD	0.1	30 May 2024	08 April 2024	330,000,000	

Total E (Ordinary shares): \_\_\_\_\_ 330,000,000

Remarks:

Completion of the subscription agreement entered into on 2 February 2024

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) \_\_\_\_\_ 330,000,000

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

**V. Confirmations**

Not applicable
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Submitted by: Chan Yuen Ying Stella

Title: Company 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
  - "class of shares issuable" should be construed as "class 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
- . “class of shares issuable” should be construed as “class of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”