

# Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/12/2020</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Oriental Payment Group Holdings Limited
Date Submitted	5 January 2021

I. Movements in Authorised Share Capital

1. Ordinary Shares									
(1) Stock code : <u>8613</u> Description : <u>Ordinary Shares</u>									
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)						
Balance at close of preceding month	10,000,000,000	0.01	100,000,000						
Increase/(decrease)	Nil		Nil						
Balance at close of the month	10,000,000,000	0.01	100,000,000						
(2) Stock code : <u>N/A</u> Descrip	otion: <u>N/A</u>								
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)						
Balance at close of preceding month									
Increase/(decrease)									
Balance at close of the month									

#### 2. Preference Shares

Stock code :	N/A	Descrij	ption :	N/A		
			-	reference ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month				
Increase/(decreas	se)					
Balance at close	of the month	l				

# 3. Other Classes of Shares

Stock code : 1	Stock code : <u>N/A</u> Description		Ν	J/A
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding month			
Increase/(decrease)				
Balance at close of the	he month			
Total authorised share	re capital at the e	nd of the month ( <i>HK\$</i> )	: 100	),000,000

# II. Movements in Issued Share Capital

	No. of ordina	ry 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	Nil	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	Share Option	Schemes of the	(ssuer)			
Particulars of share option scheme including EGM approval date		Movement dur	ng 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	
(dd/mm/yyyy) and		Movement dur	ng the month		_	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
adopted on						
(18/09/2018)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
Ordinary shares (Note 1)	1111	1111	1111	1111	1111	1111
(NOIE 1)						
2. N/A						
( / / )						
shares						
(Note 1)						
3. N/A						
( / / )						
shares						
(Note 1)						
		То	tal A. (Ordin	ary shares)	Nil	_
			(Prefere	nce shares)	N/A	_
			(0	Other class)	N/A	_
Total funds raised durin	g the month f	from exercise of				
options (State currency)				N/A		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value close of preceding mon	du	kercised ring 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>							
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price			- <u></u>				
EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	( / /	)	_				
2. IN/A							
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )							<u> </u>
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 (Note 1) Subscription price			_				
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
		То	otal B.	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	-

Class	s and description		Currency of amount outstanding	of pre	t at close ceding onth	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.	Convertible Bonds								
	in an aggregate princip	oal							79,000,000
	amount of HK\$11,850	,000,	HK\$	HK\$11,	850,000	Nil	HK\$11,850,000	Nil	(Remark 1)
	Stock code (if listed)	N/A		-					
	Class of shares				-				
	issuable (Note 1)	Ordi	nary shares		_				
	Subscription price	HK\$	0.15 per ordir	nary share					
		(subj	ect to adjustn	nents)	_				
			er the general						
	EGM approval date		ted to the dire						
	(if applicable)		nnual general						
	(dd/mm/yyyy))	held	on 30 July 20	19)	-				
2.	N/A								
	Stock code (if listed)				_				
	Class of shares								
	issuable (Note 1)				_				
	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)		( / /	)					
	<pre></pre>		· · · /	/	_				
						Total C. (Ordi		Nil	
							ence shares)	N/A	-
						(	Other class)	N/A	-

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other Page 5 of 10

Ful if a	ll particulars including EGM approval date (dd/mm/yyyy), pplicable, 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)		
	NT/A		
2.	N/A		
	( / / )		
	shares (Note 1)		
3.	N/A		
	$\frac{( / / )}{\text{shores (Note 1)}}$		
	shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
	(Other class)	N/A	

	Type of Issue	ssued 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
			Class of shares issuable ( <i>Note 1</i> )	<u>N/A</u>			
1.	Rights issue	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)	<u>N/A</u>			
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	<u>N/A</u>			
3.	Placing	At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Class of shares issuable ( <i>Note 1</i> )	<u>N/A</u>			
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	may be
	Type of Issue						month
			Class of shares issuable ( <i>Note 1</i> )	<u>N/A</u>			
5.	Scrip dividend	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> )	<u>N/A</u>			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	<u>N/A</u>	N/A
			Class of shares redeemed ( <i>Note 1</i> )	<u>N/A</u>			
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)	<u>N/A</u>			
8.	Consideration issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
							11/2

	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 (Note 1)	<u>N/A</u>			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Class of shares issuable ( <i>Note 1</i> )	<u>N/A</u>			
10.	Other (Please specify)	At price : State		( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			T. I.F. (	0.1		.) <b>N</b> 1/A	
				Ordinary sh reference sh (Other)	nare	s) 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").)		

#### 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 17.27A, 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 GEM of 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.
	s (if any): version period of the Convertible Bonds in the aggregate principal amount of HK\$11,850,000 issued on
	ine 2020:
	period commencing from 28 December 2020 and up to 24 June 2022 (both days inclusive).
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Submitte	ed by: Mr. Lin Xiaofeng
Title:	Executive Director (Director, Secretary or other duly authorised officer)

Notes :

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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 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 append the prescribed continuation sheet.