## **日KEX** 香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/07/2019
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To : Hong Kong Exchanges and Clearing Limited

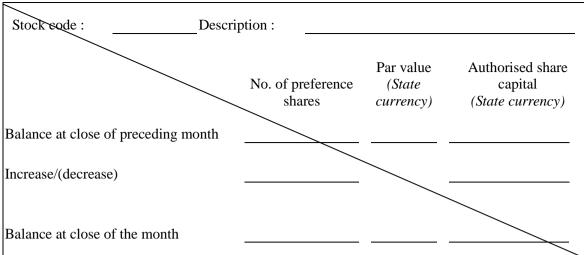
Name of Issuer	Common Splendor International Health Industry Group Limited
Date Submitted	7 August 2019

I. Movements in Authorised Share Capital

1.	Ordinary	Shares

(1) Stock code : <u>286</u> Descrip	otion : Ordinary	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	80,000,000,000	HK\$0.01	HK\$800,000,000
Increase/(decrease)			
Balance at close of the month	80,000,000,000	HK\$0.01	HK\$800,000,000
(2) Stock code : Descrip	otion :		
	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



#### 3. Other Classes of Shares

Stock code : Descr	iption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month (*State currency*) :

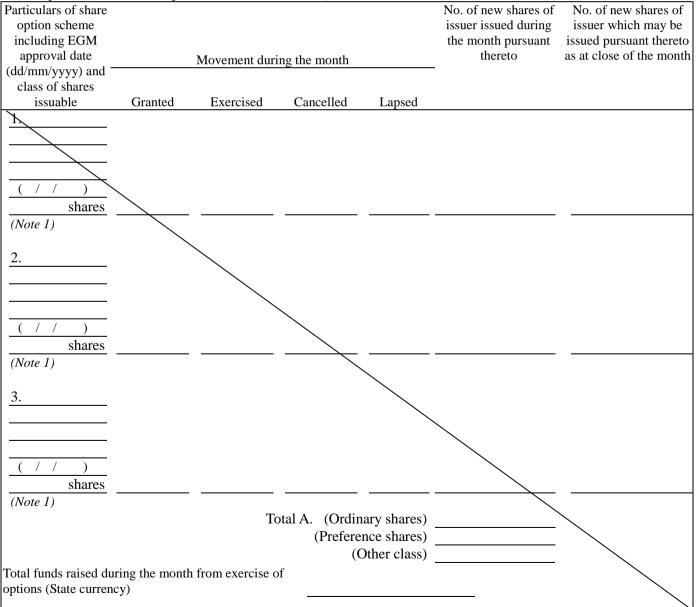
HK\$800,000,000

#### 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	2,996,255,008	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	2,996,255,008	N/A	N/A	N/A	

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

Share Options (under Share Option Schemes of the Issuer)

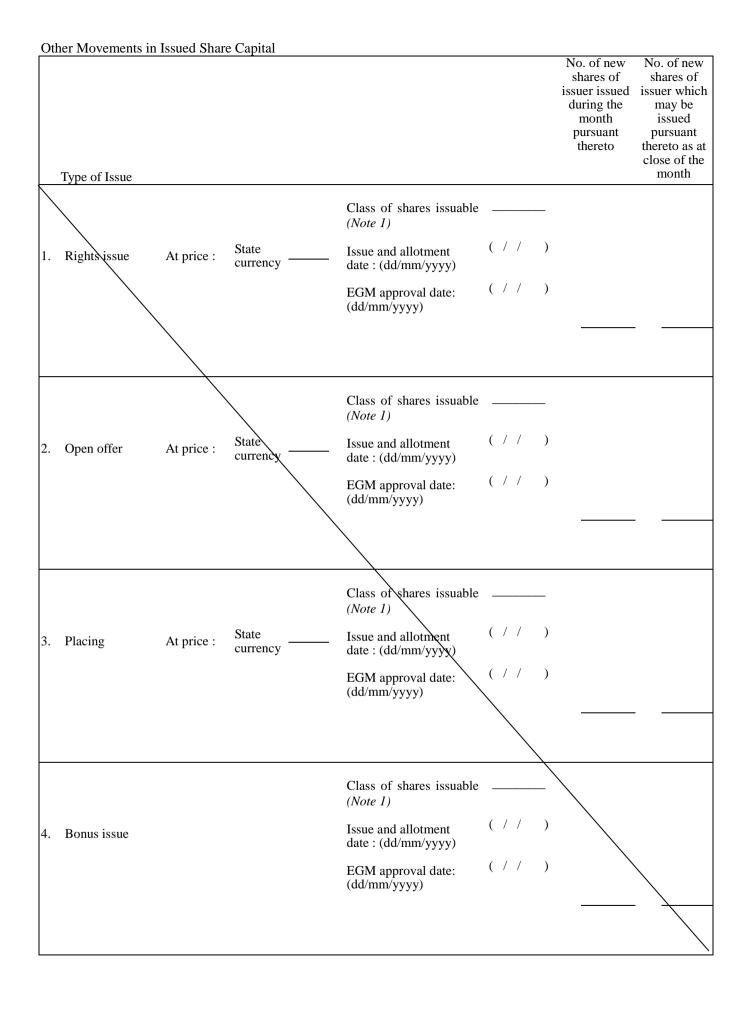


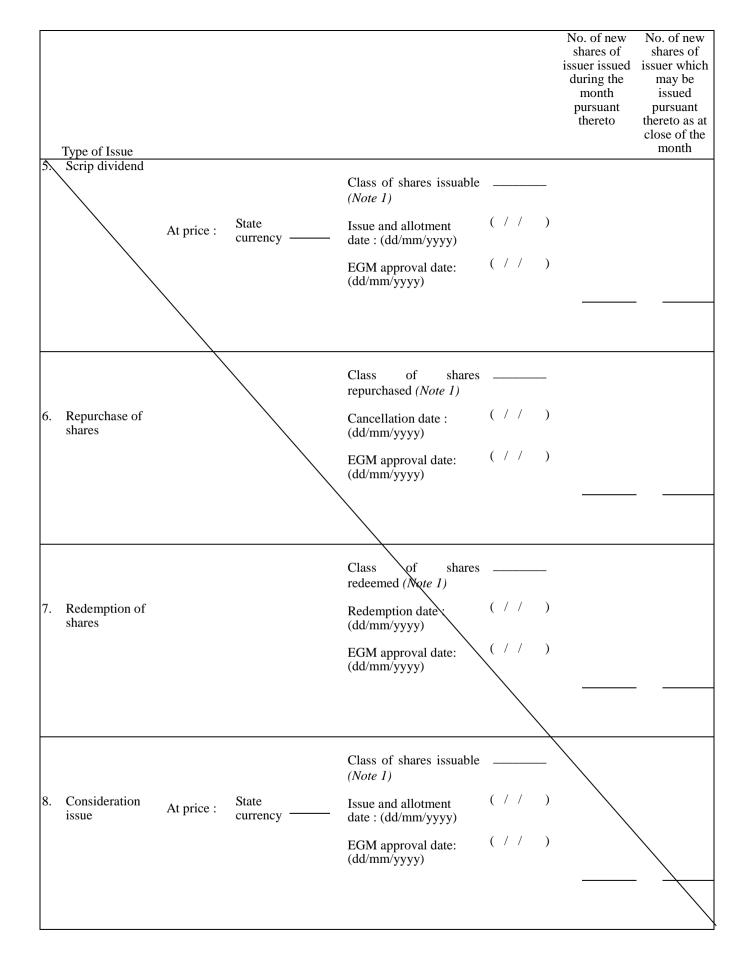
Description of warrants	Currency of Nominal value at nominal close of	Exercised during the	Nominal value at close of the	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the
(Date of expiry - dd/mm/yyyy) $1$	value preceding month	month	month		month
<u>v.</u>					
	·				
Stock code (if listed)					
Class of shares issuable ( <i>Note 1</i> )					
Subscription price					
EGM approval date					
(if applicable)					
(dd/mm/yyyy) 2.	( / / )				
2.					
( / / )					
Stock code (if listed) Class of shares					
issuable ( <i>Note 1</i> )					
Subscription price					
EGM approval date	$\backslash$				
(if applicable) (dd/mm/yyyy)					
3.					
( / / ) Stock code (if listed)		$\backslash$			
Class of shares		$\backslash$			
issuable (Note 1)					
Subscription price		$\backslash$			
EGM approval date (if applicable)			$\backslash$		
	( / / )		$\mathbf{i}$		
4.			$\backslash$		
			$\backslash$		
( / / )	·		<u> </u>		
$\mathbf{G}(x, 1) \rightarrow \mathbf{I}_{x} (\mathbf{G}(1), x, 1)$				$\backslash$	
Class of shares				$\backslash$	
issuable ( <i>Note 1</i> )				$\backslash$	
Subscription price				$\backslash$	
(if applicable)				$\backslash$	<b>\</b>
(dd/mm/yyyy)	( / / )				$\backslash$
	Total	B. (Ordir	nary shares)		$\backslash$
	2000	(Prefere	ence shares)		
		(	Other class)		$\backslash$

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
1. Convertible bonds ( <i>Remark</i> )						
Issue date: (15/8/2016)	_					
Interest: 9% per annum	-					
Maturity Date: (14/8/2018)		7,000,000	Nil	6,000,000	Nil	66,428,571
Stock code (if listed) Class of shares	Not listed					
issuable (Note 1)	Ordinary Shares	8				
Subscription price	HK\$0.70					
AGM approval date (if applicable)						
(dd/mm/yyyy))	(31/05/2016)					
2.						
	-					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)						
3.						
	_					
	_					
(1, 1,, 1, (1, 1))						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
4.						
	-					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
(dd/mm/yyyy)	( / / )	,	Total C. (Ordir	nary shares)	Nil	
				ence shares)	N/A	
				Other class)	N/A	-

1. The Company and the subscribers have entered into a subscription agreement dated 25 January 2019 in which the Company would issue up to 264,099,966 ordinary shares (subscription shares) at subscription shares by the shareholders, at the special general meeting of the Company to be convened. For details, please refer to the announcement of the company dated 25 January 2019.            ( / / )	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
issue up to 264.099.966 ordinary shares (subscription shares) at subscription price of HK\$0.70 per subscription shares ubject to the grant of the specific mandate for the allotment and issue of the subscription shares by the shareholders, at the special general meeting of the Company to be convened. For details, please refer to the announcement of the Company dated 25 January 2019.       Nil       264,099.966         2. The Company entered into of the subscription agreement dated 28 May 2019 with the subscription greement dated conditionally agreed allot and issue, an aggregate 500,000,000 subscription shares at the subscription price of HK\$0.4 per subscription shares at the subscription price of HK\$0.4 per subscription shares. The subscription is subject to the shareholders' approval. The subscription is subject to the shareholders' approval. The subscription is subject to the shareholders' approval. The subscription shares will be issued and allotted pursuant to the specific mandate to be sought from the shareholders at the special general meeting to be convened on 28 August 2019. For details, please refer to the announcement of the Company dated 28 May 2019. ( / )       Nil       500,000,000         3. The Company entered into the placing agreement dated 28 May 2019 with the placing agent, pursuant to which the placing agent has conditionally agreed, as agent of the Company, to procure on a best efforts basis currently expected to be not less than six placees who and whose ultimate beneficial owners shall be independent third parties to subscribe for up to the maximum of 750,000,000 placing shares at the placing price of HK\$0.4 per placing shares. The placing is subject to the shareholders' approval. The placing shares will be issued and allotted pursuant to the specific mandate to be sought from the shareholders' approval. The placing shares will be issued and allotted pursuant to the spec			
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a best efforts basis currently expected to be not less than six         placees who and whose ultimate beneficial owners shall be         independent third parties to subscribe for up to the maximum of         750,000,000 placing shares at the placing price of HK\$0.4 per         placing share. The placing is subject to the shareholders' approval.         The placing shares will be issued and allotted pursuant to the         specific mandate to be sought from the shareholders at the special         general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000			
placees who and whose ultimate beneficial owners shall be         independent third parties to subscribe for up to the maximum of         750,000,000 placing shares at the placing price of HK\$0.4 per         placing share. The placing is subject to the shareholders' approval.         The placing shares will be issued and allotted pursuant to the         specific mandate to be sought from the shareholders at the special         general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000			
independent third parties to subscribe for up to the maximum of         750,000,000 placing shares at the placing price of HK\$0.4 per         placing share. The placing is subject to the shareholders' approval.         The placing shares will be issued and allotted pursuant to the         specific mandate to be sought from the shareholders at the special         general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000			
750,000,000 placing shares at the placing price of HK\$0.4 per         placing share. The placing is subject to the shareholders' approval.         The placing shares will be issued and allotted pursuant to the         specific mandate to be sought from the shareholders at the special         general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000			
placing share. The placing is subject to the shareholders' approval.         The placing shares will be issued and allotted pursuant to the         specific mandate to be sought from the shareholders at the special         general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000			
The placing shares will be issued and allotted pursuant to the         specific mandate to be sought from the shareholders at the special         general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000			
specific mandate to be sought from the shareholders at the special general meeting to be convened on 28 August 2019. For details, please refer to the announcement of the Company dated 28 May 2019.       Image: Company dated 28 May 2019.         Ordinary shares (Note 1)       Nil       750,000,000			
general meeting to be convened on 28 August 2019. For details,         please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000		1	
please refer to the announcement of the Company dated 28 May         2019.       ( / / )         Ordinary shares (Note 1)       Nil       750,000,000		1	
Ordinary shares (Note 1) Nil 750,000,000		1	
	2019. ( / / )		
Total D. (Ordinary shares) Nil		Nil	750,000,000
	Total D (Ordinary charge)	NH	
(Preference shares) N/A			
(Preference shares) N/A (Other class) N/A			
(Ottici Class) IV/A	(Other class)	11//71	

# Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)





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 (Note 1)         9. Capital reorganisation       Issue and allotment (///)         EGM approval date:       (///)         (dd/mm/yyyy)       (///)		
10. Other (Please specify)       At price :       State currency       Class of shares issuable (Note 1)         10. Other (Please specify)       At price :       State currency       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       ( / / )		
Total E. (Ordinary shares (Preference shares (Other class	s)	

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 Issue	ued Sh	are 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 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
- (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.

#### Remarks (if any):

The convertible bonds of US\$10 million were issued to the subscriber on 15 August 2016. In accordance with the terms of the convertible bonds, the convertible bonds would mature on 15 August 2018. The Company is currently negotiating the terms of extension of the convertible bonds with the subscriber. In addition, the subscriber had given confirmation that the Company is not required to redeem the convertible bonds on the existing maturity date and does not constitute for any breach of the terms of the convertible bonds committed by the Company in connection with the expiry of the existing maturity date. A principal amount of US\$2 million, US\$1 million and another US\$1 million of the convertible bonds were redeemed in December 2018, in March 2019 and July 2019 respectively. The Company is still under negotiation the terms of extension of the balance of US\$6 million of the convertible bonds with the subscriber.

Submitted by: <u>Wong Wing Cheung</u>

 Company Secretary

 (Director, Secretary or other duly authorised officer)

#### Notes :

- 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.*

<sup>1.</sup> State the class of shares (e.g. ordinary, preference or other).