

# Form Filing Guide

## Monthly Return e-Form for Equity Issuers and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules

### **General points to note**

- Issuers would need to download Adobe Acrobat Reader DC on a PC for viewing and completing this e-Form. Mobile devices such as tablets and mobile phones are not supported.
- Issuers must complete both English and Chinese versions of this e-Form. Please use traditional Chinese characters when completing the Chinese version of this e-Form. When issuers fill in a non-text field in the English version of this e-Form, the corresponding field in the Chinese version of this e-Form will be auto-filled, and vice versa.



1  
Roll to next month

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

For the month ended:

Status: New Submission 2

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer:

Date Submitted:

#### I. Movements in Authorised / Registered Share Capital Not applicable 3

1. Class of shares	Ordinary shares 4	Type of shares	4	Listed on the Exchange (Note 1)	5
Stock code (if listed)	Description		4		
Add multi-counter stock code 6					
9	<input type="checkbox"/> Manual input	Number of authorised/registered shares	Par value	Authorised/registered share capital	
Balance at close of preceding month	1, 7				Auto-fill
Increase / decrease (-)	8				
Balance at close of the month	9	Auto-fill	Auto-fill		Auto-fill

Total authorised/registered share capital at the end of the month:  Auto-fill

Add remarks

**II. Movements in Issued Shares and/or Treasury Shares**

1. Class of shares	Ordinary shares	4	Type of shares	4	Listed on the Exchange (Note 1)	5
Stock code (if listed)			Description	4		
Add multi-counter stock code		6				
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month	1, 7			Auto-fill		
Increase / decrease (-)	8					
Balance at close of the month		Auto-fill	Auto-fill	Auto-fill		


Add remarks

**Points to note for completing Sections I and II of this e-Form**

1. An issuer may click the **Roll to next month** button to automatically roll-forward the closing balance information disclosed in Sections I, II, III(A), III(B) and III(C) of its monthly return submitted for the preceding month as the opening balance information in this e-Form.
2. For the “Status” field, an issuer should select (a) “New Submission” for first time submission of this e-Form; or (b) “Resubmission” if the issuer wishes to update any information on any previously published monthly return e-Form.
3. An issuer should complete Sections I and II (irrespective of whether there has been any change in the information disclosed in its previous monthly return e-Form). Where an issuer does not have authorised / registered share capital, it may check the box “Not applicable” in Section I.
4. An issuer should select the relevant “Class of shares” (e.g. ordinary shares) and “Type of shares” (e.g. A or H shares of a PRC issuer) from the dropdown list of each of these fields. Where the issuer has only one type of shares for the relevant class of shares, it should select “Not applicable” under the “Type of shares” field.

When an issuer with a WVR structure reports changes in its ordinary shares, it should select “WVR ordinary shares” under the “Class of shares” field and disclose information relating to its WVR shares and non-WVR shares as two types of shares under the “Type of shares” field.

Where an issuer selects “Other class” and/or “Other type” of shares, it should include a description of those shares in the “Description” field.

5. An issuer should disclose information relating to different types / classes of shares separately (e.g. A and H shares of a PRC issuer or WVR shares and non-WVR shares of a WVR issuer). The issuer can add a new table for each type / class of shares by clicking the  button.
6. If the relevant shares are traded in multiple counters, the issuer should input the stock code and trading currency of each counter (e.g. an issuer with stock code XXX may have a Renminbi counter with stock code 80XXX).
7. For a newly listed issuer which was not yet listed on the Exchange on the last day of the preceding month, it may input the number of shares at the time of listing and provide a clarification in the “Add remarks” field.
8. An issuer should input the increase / decrease (-) in the number of authorised / registered shares (in Section I), issued shares (excluding treasury shares) and treasury shares (in Section II) during the month.
9. If an issuer wishes to manually input the closing balance of its authorised / registered shares and the par value, it may click the box “Manual input” to disable the auto-filled function in Section I and include a clarification or explanation in the “Add remarks” field, where necessary.

**III. Details of Movements in Issued Shares and/or Treasury Shares**

**(A). Share Options (under Share Option Schemes of the Issuer)**  Not applicable

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes			+	
Stock code (if listed)	Description								
<b>Add multi-counter stock code</b>									
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	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month		
1).	1, 7	<input type="text" value="10, 11"/> <input type="text" value="+"/> <small> <input type="checkbox"/> Granted  <input type="checkbox"/> Exercised - new shares involved  <input type="checkbox"/> Exercised - treasury shares involved  <input type="checkbox"/> Cancelled  <input type="checkbox"/> Lapsed  <input type="checkbox"/> Others                 </small>	Auto-fill	Auto-fill	Auto-fill	12	13	+	
General Meeting approval date (if applicable)									

Increase in issued shares (excluding treasury shares):  Ordinary shares (AA1)

Decrease in treasury shares:  Ordinary shares (AA2)

Total funds raised during the month from exercise of options:

**Points to note for completing Section III(A) of this e-Form**

10. An issuer should select the relevant event from the dropdown list under the “Movement during the month” field and input the increase / decrease (-) in the number of share options arising from such event. Movements in share options arising from the different events (e.g. granted, exercised, cancelled or lapsed of options) should be disclosed in separate rows.

Please see below an example where an issuer granted 2,000,000 share options to grantees and issued 1,000,000 new shares and transferred 500,000 treasury shares upon exercise of share options. The issuer should input the increase / decrease (-) in the number of share options

arising from each of these events under the “Movement during the month” field. The “Number of share options outstanding at close of the month” and the fields (A1), (A2), (AA1) and (AA2) will be auto-filled based on the figures input by the issuer.

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	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)
1). 2016 Share Option Scheme	50,000,000	Granted <input type="text" value="2,000,000"/> <input type="button" value="+"/>	50,500,000	1,000,000	500,000
		Exercised - new shares involved <input type="text" value="-1,000,000"/> <input type="button" value="-"/>			
		Exercised - treasury shares involved <input type="text" value="-500,000"/> <input type="button" value="-"/>			
General Meeting approval date (if applicable)	09 December 2016				

Increase in issued shares (excluding treasury shares): 1,500,000 Ordinary shares (AA1)

Decrease in treasury shares: -500,000 Ordinary shares (AA2)

11. Where an issuer wishes to report any exercise of share options funded by existing shares, it may select “Others” from the dropdown list and specify the event in the space provided.
12. An issuer should input the number of shares that may be issued or transferred out of treasury under all outstanding share options (i.e. vested but not yet exercised) at the end of the month.
13. This refers to the available scheme mandate limit at the end of the month for all share options to be granted under the scheme pursuant to Main Board Rule 17.03(3) / GEM Rule 23.03(3).

**(B). Warrants to Issue Shares of the Issuer**

Not applicable

1. Class of shares	Ordinary shares	Type of shares	Listed on the Exchange (Note 1)					+
Stock code (if listed)	Description							
Add multi-counter stock code								
Description of Warrants	Currency	Nominal value at close of preceding month	Movement during the month	Nominal value at close of the month	Number of new shares issued during the month pursuant thereto (B1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (B2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	
1).		1, 7		+	Auto-fill			+
Stock code of the Warrant (if listed on the Exchange) (Note 1)								
Subscription price								
Date of expiry								
General Meeting approval date (if applicable)								

Add remarks

**(C). Convertibles (i.e. Convertible into Shares of the Issuer)**

Not applicable

1. Class of shares	Ordinary shares	Type of shares	Listed on the Exchange (Note 1)					+
Stock code (if listed)	Description							
Add multi-counter stock code								
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	
1).		1, 7		+	Auto-fill			+
Type of the Convertibles								
Stock code of the Convertibles (if listed on the Exchange) (Note 1)								
Subscription/Conversion price								
General Meeting approval date (if applicable)								

Add remarks

**(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)**

Not applicable

1. Class of shares	Ordinary shares	Type of shares	Listed on the Exchange (Note 1)		
Stock code (if listed)	Description				
Add multi-counter stock code					
Description of other agreements or arrangements		General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).					

Add remarks

**(E). Other Movements in Issued Shares and/or Treasury Shares**

Not applicable

1. Class of shares	Ordinary shares	Type of shares	Listed on the Exchange (Note 1)				
Stock code (if listed)	Description						
Add multi-counter stock code							
Events	At price (if applicable)		Date of event (Note 2)	General Meeting approval date (if applicable)	Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1)	Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2)	Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3)
	Currency	Amount					
1).		14, 15			14	14	15

- On-market sale of treasury shares
- Repurchase of shares (shares repurchased and cancelled)
- Repurchase of shares (shares held as treasury shares)
- Repurchase of shares (shares repurchased for cancellation)
- Redemption of shares (shares redeemed and cancelled)
- Redemption of shares (shares redeemed but not yet cancelled)
- Cancellation of treasury shares
- Issue of new shares or transfer of treasury shares in response to an offer
- Issue of new shares or transfer of treasury shares in response to a takeover offer

**Points to note for completing Section III(E) of this e-Form**

14. An issuer should select the relevant event from the dropdown list under the ‘‘Events’’ field and input the increase / decrease (-) in the number of issued shares (excluding treasury shares) and/or treasury shares arising from such event. Changes in the number of shares arising from the different events should be disclosed separately.



15. An issuer should input a negative number in this field for any shares redeemed or repurchased for cancellation but not yet cancelled at the end of the month. This includes any such shares redeemed or repurchased by the issuer in the current month and/or preceding months.

Please see below an example where an issuer (1) cancelled 3 million repurchased shares on 5 July 202X; (2) repurchased 4 million shares on 10 July 202X for holding as treasury shares; (3) transferred 1 million treasury shares to grantees on 18 July 202X under a share scheme; and (4) repurchased 2 million shares for cancellation but not yet cancelled at the end of the month. The issuer should input the changes arising from each of these events. The fields (EE1) and (EE2) will be auto-filled based on the figures in the fields (E1) and (E2) input by the issuer.

Events	At price (if applicable)		Date of event (Note 2)	General Meeting approval date (if applicable)	Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1)	Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2)	Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3)	
	Currency	Amount						
1). Repurchase of shares (shares repurchased and cancelled)	HKD	x.XX	05 July 202X	24 May 202X	-3,000,000			+
2). Repurchase of shares (shares held as treasury shares)	HKD	x.XX	10 July 202X	24 May 202X	-4,000,000	4,000,000		-
3). Issue of new shares or transfer of treasury shares in respect of share awards granted under a share scheme - treasury shares involved	HKD	x.XX	18 July 202X	24 May 202X	1,000,000	-1,000,000		-
4). Repurchase of shares (shares repurchased for cancellation but not yet cancelled)	HKD	x.XX		24 May 202X			-2,000,000	-

Increase/ decrease (-) in issued shares (excluding treasury shares):	-6,000,000	Ordinary shares (EE1)
Increase/ decrease (-) in treasury shares:	3,000,000	Ordinary shares (EE2)

### Point to note upon completion of Section III of this e-Form

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	Auto-fill	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	Auto-fill	Ordinary shares

16. Upon completion of the whole Section III, this e-Form will auto-calculate the increase / decrease (-) in the number of issued shares (excluding treasury shares) and treasury shares during the month based on the figures input by the issuer under this section. The issuer should ensure that such numbers are consistent with the numbers input in Section II of this e-Form (see Note 8).

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

1. Stock code				Description					+
HDR ratio		HDR(s) to		share(s)					
	Approved for Listing				Issued HDR				
	No. of HDR (F)		No. of shares represented by HDR		No. of HDR (G)		No. of shares represented by HDR		
Balance at close of preceding month									
Increase / decrease (-)									
Balance at close of the month	Auto-fill		Auto-fill		Auto-fill		Auto-fill		
Headroom (F) – (G)	Auto-fill								

Add remarks

**V. Confirmations**

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Notes

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**Other point to note**

- An issuer may use the “Add remarks” fields to supplement any information. Where necessary, the issuer may submit additional documents in PDF file format when uploading the e-Form through the ESS system.