

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

31/07/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer BC Technology Group Limited

Date Submitted 5 August 2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>00863</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>2,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$20,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>2,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$20,000,000</u>
(2) Stock code : <u>N/A</u> Description : <u>N/A</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>		<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

2. Preference Shares

Stock code : <u>N/A</u> Description : <u>N/A</u>			
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code : <u>N/A</u> Description : <u>N/A</u>			
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (HK\$) : HK\$20,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	327,583,913	N/A	N/A	N/A
Increase/ (decrease) during the month	4,340,187	N/A	N/A	N/A
Balance at close of the month	331,924,100	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme adopted on 10 April 2012 Exercise Price: HK\$8.88 Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	16,715,556
2. Share Option Scheme adopted on 10 April 2012 Exercise Price: HK\$7.84 Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	433,333
3. Share Option Scheme adopted on 10 April 2012 Exercise Price: HK\$7.53 Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	2,851,111
4. Share Option Scheme adopted on 10 April 2012	Nil	Nil	Nil	Nil	Nil	1,700,000

Exercise Price: HK\$7.45						
Ordinary shares						
(Note 1)						
5. Share						
Option Scheme						
adopted on	Nil	Nil	Nil	Nil	Nil	21,300,000
10 April 2012						
Exercise Price: HK\$7.99						
Ordinary shares						
(Note 1)						
			Total A. (Ordinary shares)	Nil		
			(Preference shares)	N/A		
			(Other class)	N/A		
Total funds raised during the month from exercise of options (State currency)			Nil			

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during 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
1. Unlisted warrant convertible to a maximum of 11,526,270 shares (please see Remark 2)	HK\$	115,262.70	Nil	115,262.70	Nil	11,526,270
(Date of Expiry: 13/07/2022)						
Stock code (if listed)		N/A				
Class of shares issuable (Note 1)		Ordinary				
Subscription price		HK\$ 0.0067 per share				
EGM approval date (if applicable) (dd/mm/yyyy)		(17/6/2020)				
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
3.						
(/ /)						
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)		(/ /)				
Total B. (Ordinary shares) Nil						
(Preference shares) N/A						
(Other class) N/A						

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

Class and description	Currency of amount outstanding	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 Note due on 31/12/2020						
<i>(please see Remark 1)</i>	HK\$	15,600,000	Nil	15,600,000	Nil	1,638,655
(a maximum number of 1,638,655 Conversion Shares will be allotted and issued upon exercise of the conversion rights attaching to the Convertible Note in full)						
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$9.52 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	(17/6/2020)					
2.						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
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)	(/ /)					
				Total C. (Ordinary shares)	N/A	
				(Preference 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 than under Share Option Schemes)

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
1. N/A (/ /) shares (Note 1)		
2. N/A (/ /) shares (Note 1)		
3. N/A (/ /) shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

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
1. Rights issue	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
2. Open offer	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
3. Placing	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
4. Bonus issue			Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A

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
5. Scrip dividend	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
6. Repurchase of shares			Class of shares _____ repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
7. Redemption of shares			Class of shares _____ redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
8. Consideration issue	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A

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 (<i>Note 1</i>)	_____		
	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
	EGM approval date: (dd/mm/yyyy)	(/ /)		
			<u>N/A</u>	<u>N/A</u>
10. Other Issue of new Shares pursuant to the Share Award Plan adopted on 21 August 2018 (Please refer to the announcement dated 7 September 2018)	Class of shares issuable (<i>Note 1</i>)	Ordinary Share		
At price : HK0.01	Issue and allotment date : (dd/mm/yyyy)	(06/07/2020)		
	EGM approval date: (dd/mm/yyyy)	(N/A)		
			<u>3,288,974</u>	<u>N/A</u>
11. Other Subscription Shares (Please refer to the announcement dated 6 July 2020)	Class of shares issuable (<i>Note 1</i>)	Ordinary Share		
At price : HK7.42	Issue and allotment date : (dd/mm/yyyy)	(06/07/2020)		
	EGM approval date: (dd/mm/yyyy)	(17/06/2020)		
(please see Remark 1)			<u>1,051,213</u>	<u>N/A</u>
Total E. (Ordinary shares)			<u>4,340,187</u>	
(Preference shares)			<u>N/A</u>	
(Other class)			<u>N/A</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>4,340,187</u>
	(2)	<u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to		<u>N/A</u>

July 2020

E):

(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 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):

1. An ordinary resolution was passed at the extraordinary general meeting of the Company held on 17 June 2020 in which 1,051,213 Subscription Shares and the Convertible Note in an aggregate principal amount of HK\$15,600,000 were allotted and issued to the Subscriber. For details, please refer to the announcements of the Company dated 10 November 2019 and 25 March 2020 and the circular of the Company dated 1 June 2020.
2. An ordinary resolution was passed at the extraordinary general meeting of the Company held on 17 June 2020 in which Warrant conferring the rights onto the Warrant Holder to subscribe for a maximum number of 11,526,270 Warrant Shares has been issued by the Company to the Subscriber. For details, please refer to the announcements of the Company dated 10 November 2019 and 25 March 2020 and the circular of the Company dated 1 June 2020.

Submitted by: Chau Wing Kei

Title: Company Secretary
(Director, Secretary or other duly authorised officer)

Notes :

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
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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.*