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 July 2021

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: E-Commodities Holdings Limited

Date Submitted: 02 August 2021

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01733	Description	Ordinary Shares			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	6,000,000,000	HKD	0	HKD	0
Increase / decrease (-)				HKD	
Balance at close of the month	6,000,000,000	HKD	0	HKD	0

Total authorised/registered share capital at the end of the month: HKD 0

Remarks:

Ordinary shares with no par value

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01733	Description	Ordinary shares			
Balance at close of preceding month	3,026,882,356					
Increase / decrease (-)	0					
Balance at close of the month	3,026,882,356					

III. Details of Movements in Issued Shares

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

(B). Warrants to Issue Shares of the Issuer which are to be Listed

1. Type of shares issuable	Ordinary shares	Class 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)		01733				

Description of Warrants	Currency	Nominal value at close of preceding month	Movement during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto (B)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). 118,060,606 warrants issued on 14 September 2017			0	0	0	118,060,606

Stock code of the Warrant (if listed on SEHK) (Note 1)		
Subscription price	HKD	0.761
Date of expiry		
General Meeting approval date (if applicable)	24 July 2017	

Total B (Ordinary shares): 0

Remarks:

On 1 June 2017, the Company and the Subsidiary Guarantors entered into the Subscription Agreement with the Subscriber pursuant to which the Subscriber has agreed to (among others) subscribe for the 118,060,606 Warrants on the terms and subject to the conditions set out therein. For further details, please refer to the Company's announcements dated 2 June 2017, 8 November 2017, 9 November 2017, 9 July 2018, 21 September 2018, 25 September 2019 and 14 August 2020 (the "Announcements"). Unless otherwise specified, capitalized terms used herein shall have the same meaning ascribed to them in the Announcements. The Warrants carry subscription rights entitling its holders to subscribe for Warrant Shares at the initial Warrant Subscription Price of HK$0.99 per Warrant Share (subject to adjustments) at any time from the Issue Date and up to the close of business on the fifth anniversary after the Issue Date. Pursuant to the provisions on adjustments to the Warrant Subscription Price set out in the terms and conditions of the Warrants, as a result of the declarations of dividend by the Company on 22 August 2017, 22 March 2018 and 28 March 2019, respectively, the Warrant Subscription Price was adjusted to HK$0.761 per Warrant Share.

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(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 Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E)	0

IV. Information about Hong Kong Depositary Receipt (HDR)

Not applicable

V. 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 and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised 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 2);

(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.

Submitted by: Chen Xiuzhu

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
   - “type of shares issuable” should be construed as “type 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
   - “type of shares issuable” should be construed as “type of shares redeemed”; and
   - “issue and allotment date” should be construed as “redemption date”