



**Monthly Return of Equity Issuer on Movements in Securities**

**For the month ended (dd/mm/yyyy) :** 30 September 2018

To: Hong Kong Exchanges and Clearing Limited

Name of Issuer China Youzan Limited

Date Submitted 3 October 2018

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

(1) Stock code : 8083 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | <u>20,000,000,000</u>     | <u>0.01</u>         | <u>200,000,000.00</u>                 |
| Increase/(decrease)                 | <u>Nil</u>                |                     | <u>Nil</u>                            |
| Balance at close of the month       | <u>20,000,000,000</u>     | <u>0.01</u>         | <u>200,000,000.00</u>                 |

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | _____                     | _____               | _____                                 |
| Increase/(decrease)                 | _____                     |                     | _____                                 |
| Balance at close of the month       | _____                     | _____               | _____                                 |

## 2. Preference Shares

|                                     |                          |                  |                                 |
|-------------------------------------|--------------------------|------------------|---------------------------------|
| Stock code : _____                  | Description : _____      |                  |                                 |
|                                     | No. of preference shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | _____                    | _____            | _____                           |
| Increase/(decrease)                 | _____                    |                  | _____                           |
| Balance at close of the month       | _____                    | _____            | _____                           |

## 3. Other Classes of Shares

|                                     |                                |                  |                                 |
|-------------------------------------|--------------------------------|------------------|---------------------------------|
| Stock code : _____                  | Description : _____            |                  |                                 |
|                                     | No. of other classes of shares | Par value (HK\$) | Authorised share capital (HK\$) |
| 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\$) : 200,000,000.00

## 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 | <u>12,891,007,829</u>  | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase during the month           | <u>551,522,400</u>     | <u>Nil</u> | <u>Nil</u>              | <u>Nil</u>                     |
| Balance at close of the month       | <u>13,442,530,229</u>  | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |

## 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.<br>_____<br>_____<br>Share<br>Option Scheme<br>(03/05/2012)<br>Ordinary shares<br>(Note 1)            | <u>Nil</u>                | <u>Nil</u>        | <u>Nil</u>                 | <u>Nil</u>        | <u>Nil</u>   | <u>176,560,000</u>  |
| 2.<br>_____<br>_____<br>_____<br>( / / )<br>shares<br>(Note 1)   | <u>          </u>         | <u>          </u> | <u>          </u>          | <u>          </u> | <u>          </u>  | <u>          </u>   |
| 3.<br>_____<br>_____<br>_____<br>( / / )<br>shares<br>(Note 1)   | <u>          </u>         | <u>          </u> | <u>          </u>          | <u>          </u> | <u>          </u>  | <u>          </u>   |
|  |                           |                   | Total A. (Ordinary shares) |                   | <u>N/A</u>   |   |
|  |                           |                   | (Preference shares)        |                   | <u>N/A</u>   |   |
|  |                           |                   | (Other class)              |                   | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (HK\$)                                      |                           |                   |                            |                   | <u>N/A</u>   |   |

Warrants to Issue Shares of the Issuer which are to be Listed (**Not Applicable**)

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)             | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. Warrant Share for a period<br>of five (5) years<br>(05/July/2020) | HK\$                            | 374,400,000                                     | Nil                              | 374,400,000                               | Nil  | 520,000,000  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                        | Ordinary Share                  |   |                                  |   |  |  |
| Subscription price   | HK\$0.72                        |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                 | (29/June/2015)                  |   |                                  |   |  |  |
| 2.   | _____                           |   |                                  |   |  |  |
| ( / / )  | _____                           |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                        | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                 | ( / / )                         |   |                                  |   |  |  |
| 3.   | _____                           |   |                                  |   |  |  |
| ( / / )  | _____                           |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                        | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                 | ( / / )                         |   |                                  |   |  |  |
| 4.   | _____                           |   |                                  |   |  |  |
| ( / / )  | _____                           |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                        | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                 | ( / / )                         |   |                                  |   |  |  |
| Total B. (Ordinary shares)   |                                 |   |                                  |   | N/A  |  |
| (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.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| 2.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____                        | _____  | _____ ( / / )   |
| 3.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____                        | _____  | _____ ( / / )   |
| 4.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____                        | _____  | _____ ( / / )   |
| Total C. (Ordinary shares)<br>(Preference shares)<br>(Other class)   |                                |                                    |                            |                              | N/A  | N/A   |
|  |                                |                                    |                            |                              | N/A  | 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) **(Not Applicable)**

| 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. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      |  |   |

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

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

| 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                          | At price :     | State currency            | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )                    | N/A   | N/A |
| 10.           | Other: Grant of Awarded Shares (Please specify) | At price : N/A | State currency <u>N/A</u> | Class of shares issuable Ordinary shares<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) (18/09/2018)<br>EGM approval date: (dd/mm/yyyy) N/A ( / / ) | 551,522,400   | N/A |
|               |   |                |                           | Total E. (Ordinary shares)   | <u>551,522,400</u>  |     |
|               |   |                |                           | (Preference shares)  | <u>N/A</u>  |     |
|               |   |                |                           | (Other class)  | <u>N/A</u>  |     |

|   |     |                    |
|---|-----|--------------------|
| Total increase / <del>(decrease)</del> in ordinary shares during the month (i.e. Total of A to E):                      | (1) | <u>551,522,400</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               | (2) | <u>N/A</u>         |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>N/A</u>         |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> |     | <u>N/A</u>         |

