HKEX
香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Sinopharm Tech Holdings Limited
Date Submitted: 03/02/2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 08156 Description : SINOPHARM TECH

	No. of ordinary shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	16,000,000,000	HK$0.0125	HK$200,000,000
Increase/(decrease)	-		-
Balance at close of the month	16,000,000,000	HK$0.0125	HK$200,000,000

(2) Stock code : N/A Description :

	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

Stock code : N/A Description :

	No. of preference shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code : N/A Description :

	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$200,000,000**

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	No. of ordinary shares (2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	**4,289,724,633**	N/A	N/A	N/A
Increase/ (decrease) during the month	**NIL**	N/A	N/A	N/A
Balance at close of the month	**4,289,724,633**	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: Granted	Exercised	Cancelled	Lapsed	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. Share Option Scheme - Exercise Price HK$0.33 (31/01/2013) Ordinary shares	-	-	-	-	-	38,840,000
(Note 1)						*(Please see Remark 1)*
2. Share Option Scheme - Exercise Price HK$0.33 (31/01/2013) Ordinary shares	-	-	-	-	-	27,590,000
(Note 1)						*(Please see Remark 2)*
3. (/ /) 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. 200,000,000 units of unlisted warrants (issued on 2 March 2020) (Date of expiry - 01/03/2021)	HK$	-	-	2,500,000	-	200,000,000
Stock code (if listed)						
Class of shares issuable *(Note 1)*	Ordinary Shares					
Subscription price	HK$0.35 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	(17/02/2020)					
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 Bonds due on 17 January 2021 *(Please see Remark 3)*	HK$	89,625,000	-	89,625,000	-	263,602,941
Stock code (if listed)						
Class of shares issuable *(Note 1)*	Ordinary Shares					
Subscription price	HK$0.34 per share					
EGM approval date (if applicable) (dd/mm/yyyy))	(25/03/2020)					
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) NIL

(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. (/ /) shares *(Note 1)*		
2. (/ /) shares *(Note 1)*		
3. (/ /) 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 *(Note 1)* Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	________ (/ /) (/ /)		________	________
2. Open offer	At price :	State currency ________	Class of shares issuable *(Note 1)* Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	________ (/ /) (/ /)		________	________
3. Placing	At price :	State currency ________	Class of shares issuable *(Note 1)* Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	________ (/ /) (/ /)		________	________
4. Bonus issue	At price :	State currency ________	Class of shares issuable *(Note 1)* Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	________ (/ /) (/ /)		________	________

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 *(Note 1)*	________	____________	____________
			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
6. Repurchase of shares	At price :	State currency	Class of shares repurchased *(Note 1)*	________	____________	____________
			Cancellation date : (dd/mm/yyyy)	(/ /)		
			AGM approval date: (dd/mm/yyyy)	(/ /)		
7. Redemption of shares	At price :	State currency	Class of shares redeemed *(Note 1)*	________	____________	____________
			Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
8. Consideration issue	At price :	State currency ________	Class of shares issuable *(Note 1)*	________	____________	____________
			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

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 *(Note 1)* Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	______ (/ /) (/ /)		
10. Other (Please specify)	At price :	State currency ______	Class of shares issuable *(Note 1)* Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	______ (/ /) (/ /)		
				Total E. (Ordinary shares)	NIL	
				(Preference shares)	N/A	
				(Other class)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL
	(2)	NIL
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 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 17.27A, 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 GEM of 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. 90,800,000 share options granted on 14 August 2019 and accepted by the grantees shall be exercisable in stages from 1 January 2020 up to 31 December 2022 (both days inclusive).

2. 92,800,000 share options granted on 7 January 2020 and accepted by the grantees shall be exercisable in stages from 1 June 2020 up to 31 December 2022 (both days inclusive).

3. An ordinary resolution was passed at the extraordinary general meeting of the Company held on 25 March 2020 in which pursuant to the fourth amendment agreement, the amendments are that the maturity date of the convertible bonds shall be extended for six months from 17 January 2020 to 17 July 2020, and further extended to 17 January 2021 upon a prior written consent from the bondholder. Such written consent from the bondholder has been received by the Company. A maximum number of 263,602,941 shares of the Company shall be allotted and issued to the bondholder upon conversion of the convertible bonds in full. The conversion price is HK$0.34 per conversion share subject to adjustment. For details, please refer to the announcements of the Company dated 19 January 2020, 7 February 2020 and 25 March 2020 and the circular of the Company dated 10 March 2020.

On 19 January 2021, the Company entered into the fifth amendment agreement with the bondholder to amend some principal terms of the convertible bonds, including to extend the maturity date of the convertible bonds for one year from 17 January 2021 to 17 July 2022. Its conversion price shall be amended from HK$0.34 to HK$0.221 per conversion share (subject to adjustment), which can be converted into the maximum number of 405,542,986 shares of the Company. The interest rate of the convertible bonds shall be increased to 10% per annum and paid annually (the "**Fifth Amendments**"). Save for the Fifth Amendments subject to the independent shareholders' approval, all other terms and conditions of the convertible bonds shall remain unchanged. For details, please refer to the announcement of the Company dated 19 January 2021.

Submitted by: HO Kam Kin

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 individual cases. Where the issuer has already made the relevant confirmations in a return published under 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 append the prescribed continuation sheet.*