日KEX香港交易所

4

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2019

To : Hong Kong Exchanges and Clearing Limited

	Dowway Holdings Limited (Incorporated in the Cayman Islands with limited liability)
Date Submitted	02/01/2019

I. Movements in Authorised Share Capital

1.	Ordinary	Shares

(1) Stock code : <u>08403</u> Descrip	otion :	Doww	ay
	No. of ordinary shares	Par value (US\$)	Authorised share capital <i>(US\$)</i>
Balance at close of preceding month	20,000,000,000	0.0001	2,000,000
Increase/(decrease)	NIL	-	NIL
Balance at close of the month	20,000,000,000	0.0001	2,000,000
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A	
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	N/A Par value (State currency)	
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value (State currency)	Authorised share capital
	No. of ordinary shares	Par value (State currency)	Authorised share capital

2. Preference Shares

Stock code :	N/A Descrip		ion :	N/A	Α
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	of precedir	ng month			
Increase/(decreas	se)	_			
Balance at close o	of the mor	ith _			

3. Other Classes of Shares

Stock code :	N/A Descrip		iption :		λ
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	of precedir	ng month _			
Increase/(decreas	se)	_		-	
Balance at close o	of the mon	th _			

Total authorised share capital at the end of the month (*State currency*):

US\$2,000,000

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	2,000,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A		
Balance at close of the month	2,000,000,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	tion Schemes c	of the Issuer)			
Particulars of share option scheme					issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant
including EGM	1	Movement duri	ng the month		thereto	thereto as at close of
approval date			0		-	the month
(dd/mm/yyyy) and class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme adopted						
On 16 May 2018						
Exercise price						
HK\$0.0508						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)						
2.Exercise Price HK\$						
Meeting approved (/ /) shares						
(Note 1)						
3. Exercise Price HK\$						
Meeting approved (/ /) shares						
(Note 1)		_				
I		Tota	IA. (Ordina			
I			(Preference	,	N/A	
				her class)	N/A	
Total funds raised d of options (State cu		nth from exerci	se	NIL		

Warrants to Issue Shares of the	Issuer which	are to be Liste	ed			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal valu at close of preceding month	e 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
<u>1.</u>						
	N/A	N/A	N/A	N/A	N/A	N/A
(/ /)	19/73	11/74	11/73		11/7	
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
2.		/				
(/ /)						
Class of shares issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
3.						
	. <u></u>			·		
(/ /)						
Stock code (if listed) Class of shares						
issupple (Note 1)						
Outpanningtions mailed						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
4.		1				
(/ /)						
Stock code (if listed)						
Class of shares						
Out a set of the second set						
Subscription price						
(if applicable)						
	(/ /)				
		T _1 -		ny oboroc)	N1/A	
		Tota	•	ry shares) ce shares)	N/A N/A	-
				ther class)		-
			0)		1 1// 1	-

Convertibles (i.e. Convertible	into Shares of th	e Issuer whi	ch are to be Liste	ed)		
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
	_					
	_					
	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
<u>2.</u>						
	_					
	_					
Ctool: and (if listed)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(1 1)					
3.	(/ /)					
<u>.</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
<u>4.</u>	_					
	_					
	_					
Stock code (if listed)			· ·			
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(dd/11111/yyyy)	(/ /)		Total C. (Ordina	arv shares)	N/A	
				ce shares)		-
			(O	ther class)	N/A	_

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	er which are to be Liste	əd, including
	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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		the month
1. <u>N/A</u>		
(/ /) shares (Note 1)		
2. <u>N/A</u>		
shares (Note 1)		
3. N/A		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A N/A	
(Other class)	IN/A	

Otl	ner Movements in	n Issued Share Capital				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	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		currency	EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
2.	Open offer	At price : State	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	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
4.	Bonus issue		Class of shares issuable (Note 1) 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
			Class of shares				
			issuable (Note 1)		`		
5.	Scrip dividend	At price : State currency ———	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	N1/A
						<u>N/A</u>	N/A
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		N1/A
						<u>N/A</u>	N/A
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		N 1/A
						<u>N/A</u>	N/A
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	N/A

	Type of Issue				No. of new shares of issuer 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)	(//)	N/A	N/A
10.	Other (Please specify)	At price : State	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
				rdinary shares erence shares (Other class	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	NIL
(2)	N/A
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 Capital").)	Issued Share

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: completion has taken place of the purchase by the issuer of all property shown in the listing document (vii) 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):

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.