

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | | 30/11/2017 | | | | | | |
|---|----------|------------------------|----------------------------------|---|--|--|--|--|
| To : Hong Kong Exchanges and Clearing Limited | | | | | | | | |
| Name of Issuer | | e Resources Holdi | ngs Limited | | | | | |
| Date Submitted | 06/12/20 | J17 | | | | | | |
| I. Movements in Authorised | Share Ca | apital | | | | | | |
| 1. Ordinary Shares | | | | | | | | |
| (1) Stock code :704 | Descrip | otion : | Ordinary | Shares | | | | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | | | |
| Balance at close of precedir | ng month | 20,000,000,000 | HK\$0.01 | HK\$200,000,000 | | | | |
| Increase/(decrease) | | | | | | | | |
| Balance at close of the mon | th | 20,000,000,000 | HK\$0.01 | HK\$200,000,000 | | | | |
| (2) Stock code : N/A | Descrip | otion : | | | | | | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | | | |
| Balance at close of precedir | ng month | | | | | | | |
| Increase/(decrease) | | | | | | | | |
| Balance at close of the mon | th | | | | | | | |

| 2. Preference Shares | | | |
|---|--------------------------------|----------------------------------|-----------------|
| Stock code : N/A Descript | tion : | | _ |
| | No. of preference shares | Par value (State currency) | capital |
| Balance at close of preceding month_ | | | |
| Increase/(decrease) | | _ | |
| | | | |
| Balance at close of the month _ | | <u> </u> | |
| 3. Other Classes of Shares | | | |
| Stock code : N/A Descript | tion : | | |
| | No. of other classes of shares | Par value (State currency) | capital |
| Balance at close of preceding month _ | | | |
| Increase/(decrease) | | - | |
| Balance at close of the month | | | |
| Total authorised share capital at the el currency): | nd of the month | (State I | HK\$200,000,000 |

II. Movements in Issued Share Capital

| | No. of ordin | nary shares | No of preference | No. of other | | |
|---------------------------------------|---------------|-------------|------------------|-------------------|--|--|
| | (1) | (2) | shares | classes of shares | | |
| Balance at close of preceding month | 2,596,625,258 | N/A | N/A | N/A | | |
| Increase/ (decrease) during the month | | N/A | N/A | N/A | | |
| Balance at close of the month | 2,596,625,258 | 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 No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant including EGM thereto thereto as at close of Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on (28/03/2013) Ordinary Nil Nil Nil 10,400,000 Nil Nil Shares (Note 1) shares (Note 1) 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) N/A

| Warrants to Issue Shares of the | e 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. | | | | | | |
| | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price | | | | | | |
| EGM approval date | | | - | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| 2. | , , , | / | - | | | |
| | | | | | | |
| (/ /) | | | | · - | | - |
| Subscription price | | | - - | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) 3. | (/ / |) | - | | | |
| | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) | |) | | | | |
| (/ /) | | | | | | _ |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| | | Total E | | ary shares) ice shares) | N/A N/A | _ |
| | | | • | other class) | N/A N/A | <u>-</u> - |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of issuer which shares of issuer may be issued issued Amount at during the pursuant Currency of close of Converted Amount at month thereto as at amount preceding during the close of the pursuant close of the Class and description outstanding month month month thereto month 1. Tranche 4 Convertible Bonds HK\$ 43,277,093 Nil 43,277,093 Nil 144,256,976 Stock code (if listed) N/A Class of shares **Ordinary Share** issuable (Note 1) Subscription price HK\$0.30 EGM approval date (if applicable) (dd/mm/yyyy)) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 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 N/A (Other class)

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| 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 | | |
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| | | |
| | | |
| shares (Note 1) | | |
| 2. | | |
| Z | | |
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| | | |
| shares (Note 1) | | |
| | | |
| 3. | | |
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| | | |
| | | |
| shares (Note 1) | | |
| Tital Day (Outline all anni) | N1/A | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |
| | | |

| | her Movements | 100404 011 | a. o capital | | | | | No. of new |
|----|---------------|------------|----------------|---|-------|---|---|--|
| | Type of Issue | | | | | | No. of new shares of issuer issued during the month pursuant thereto | shares of issuer which may be issued pursuant thereto as at close of the month |
| | | | | Class of shares issuable (Note 1) | | | | |
| 1. | Rights issue | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | | | | |
| 2. | Open offer | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | | | | |
| 3. | Placing | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | _ |
| | | | | Class of shares issuable (Note 1) | | | | |
| 4. | Bonus issue | | | 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 |
|----|------------------------|------------|--------------------|---|-----|-----|---|---|---|
| | | | | Class of shares issuable (Note 1) | | | | | |
| 5. | Scrip dividend | At price : | State currency ——— | Issue and allotment date : (dd/mm/yyyy) | (, | ′ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | () | ′ / |) | | |
| | | | | Class of shares repurchased (Note 1) | | | | | |
| 6. | Repurchase of shares | | | Cancellation date : (dd/mm/yyyy) | (/ | ′ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (, | ′ / |) | | |
| | | | | | | | | | |
| | | | | Class of shares redeemed (Note 1) | | | | | |
| 7. | Redemption of shares | | | Redemption date : (dd/mm/yyyy) | () | ′ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | () | ′ / |) | | |
| | | | | | | | | | |
| | | | | 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) | () | ′ / |) | | |
| | | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | | | | | |
| 9. | Capital reorganisation | | | 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 |
|-------------------------------------|--|---|---|
| 10. Other 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 (Preference shares (Other class | s) N/A | - - - |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) | N/A |
|---|--------------|
| (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 |

| Remarks (if a | Remarks (if any): | | | | | |
|---------------|--|--|--|--|--|--|
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| Submitted by: | : LI CHI CHUNG | | | | | |
| Title: | COMPANY SECRETARY (Director, Secretary or other duly authorised officer) | | | | | |

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.