HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

31/3/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	D&G Technology Holding Company Limited
Date Submitted	2 April 2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>01301</u> Descrip	otion :	ГЕСН			
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>		
Balance at close of preceding month	2,000,000,000	0.01	20,000,000.00		
Increase/(decrease)	Nil	-	Nil		
Balance at close of the month	2,000,000,000	0.01	20,000,000.00		
(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)	Authorised share capital (State currency)		
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value <i>(State</i>	Authorised share capital (<i>State currency</i>)		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (<i>State currency</i>)		

2. Preference Shares

Stock code :	N/A Description :		ion :	N/A	<u>'A</u>			
			No. of preference shares	Par value <i>(State</i> <i>currency)</i>	Authorised share capital <i>(State currency)</i>			
Balance at close o	of precedir	ng month						
Increase/(decreas	e)	_						
Balance at close o	of the mon	th _						

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (HK\$):

20,000,000.00

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	621,958,000	N/A	N/A	N/A			
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A			
Balance at close of the month	621,958,000	N/A	N/A	N/A			

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Op	tion Schemes of	of the Issuer)			
Particulars of share option scheme including EGM						No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date		Movement duri	ng the month			the month
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share	Granica	Exclosed	Gandelied	Lupseu		
Option Scheme						
adopted on						
06/05/2015						
00/03/2015						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	39,750,000
(Note 1)						
2.						
(/ /)						
shares						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
		То	otal A. (Ordina		Nil	
			•	ce shares)	N/A	
			(C	ther class)	N/A	
Total funds raised d	uring the mo	nth from exerc	ise			
of options (HK\$)				Nil		

Warrants to Issue Shares of the	e Issuer which	are to be	Listed				
Description of warrants (Date of expiry - dd/mm/yyyy) 1.	Currency of nominal value N/A	Nominal at clos precea mon	e of ding th	Exercised during the month N/A	Nominal value at close of the month N/A	No. of new shares of issuer issued during the month pursuant thereto N/A	No. of new shares of issuer which may be issued pursuant thereto as at close of the month N/A
Subscription price EGM approval date (if applicable)	(/ /						
(if applicable)	(/ /)					
Stock code (if listed) Class of shares issuable <i>(Note 1)</i>							
Subscription price EGM approval date							
(if applicable) (dd/mm/yyyy)	(ì					
<u>4.</u>	(/ /)					
Stock code (if listed)							
Class of shares issuable (Note 1)							
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total B.	(Ordina	ary shares)	N/A	
				(Preferen	ce shares)	N/A	-
				(0	ther class)	N/A	-

Convertibles (i.e. Convertible	into Shares of th	ne Issuer wh	ich are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount a close of preceding month	Converted	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
<u>1.</u>	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)) 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. (Ordina	ary shares) ce shares)	N/A N/A	_
				ther class)	N/A N/A	_
			(0		1 1// 1	_

if a	l particulars including EGM approval date (dd/mm/yyyy), pplicable, 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. <u>-</u>	N/A		
-			
-			
-	shares (Note 1)		
- 1			
2.	N/A		
-			
-	(/ /)		
3.	N/A		
	shares (Note 1)		
-	Total D. (Ordinary shares)	N/A	
-	(Preference shares)	N/A	
-	(Other class)	N/A	
	()		

	her Movements i								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
	Type of Issue									month
				Class of shares issuable <i>(Note 1)</i>	_					
1.	Rights issue	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									<u>N/A</u>	<u>N/A</u>
				Class of shares issuable (<i>Note 1</i>)						
2.	Open offer	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									<u>N/A</u>	N/A
				Class of shares						
3.	Placing	At price :	State	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			,	EGM approval date: (dd/mm/yyyy)	(/	/)		
				(66/1111/9999)					<u>N/A</u>	N/A
				Class of shares issuable (Note 1)						
4.	Bonus issue			lssue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		•····
									N/A	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
				issuable (Note 1)						
				lssue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares repurchased (<i>Note 1</i>)	_					
6.	Repurchase of shares			,	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	1)	N1/A	N1/A
									<u>N/A</u>	<u>N/A</u>
				Class of shares redeemed <i>(Note 1)</i>						
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
				Class of shares issuable <i>(Note 1)</i>						
8.	Consideration issue	At price :	State currency ———	lssue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
				Class of the						
~				Class of shares issuable (Note 1)		,		`		
9.	Capital reorganisation			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 (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)	N/A	N/A
	Total E. (Ordinary shares) (Preference shares) (Other class)	N/A 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 13.25A, 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 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): N/A

Submitted by:Tsang Chin Pang
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 13.25A 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.