

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Simplicity Holding Limited

Date Submitted 2 March 2018

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 8367 Description : Ordinary shares

|                                                         | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
|---------------------------------------------------------|---------------------------|---------------------|---------------------------------------|
| Opening balance as at 26 February<br>2018 (see remarks) | <u>2,000,000,000</u>      | <u>0.01</u>         | <u>20,000,000</u>                     |
| Increase/(decrease)                                     | <u>Nil</u>                |                     | <u>Nil</u>                            |
| Balance at close of the month                           | <u>2,000,000,000</u>      | <u>0.01</u>         | <u>20,000,000</u>                     |

(2) Stock code : N/A Description : N/A

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|-------------------------------------------------|
| Balance at close of preceding month | <u></u>                   | <u></u>                          | <u></u>                                         |
| Increase/(decrease)                 | <u></u>                   |                                  | <u></u>                                         |
| Balance at close of the month       | <u></u>                   | <u></u>                          | <u></u>                                         |

## 2. Preference Shares

|                                                  |                                |                                            |                                                          |
|--------------------------------------------------|--------------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code : <u>N/A</u> Description : <u>N/A</u> |                                |                                            |                                                          |
|                                                  | No. of<br>preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month              | _____                          | _____                                      | _____                                                    |
| Increase/(decrease)                              | _____                          |                                            | _____                                                    |
| Balance at close of the month                    | _____                          | _____                                      | _____                                                    |

## 3. Other Classes of Shares

|                                                  |                                      |                                            |                                                          |
|--------------------------------------------------|--------------------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code : <u>N/A</u> Description : <u>N/A</u> |                                      |                                            |                                                          |
|                                                  | No. of other<br>classes of<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| 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\$*) : 20,000,000

## II. Movements in Issued Share Capital

|                                                            | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other<br>classes of shares |
|------------------------------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Opening balance as<br>at 26 February 2018<br>(see remarks) | 800,000,000                   | N/A | N/A                        | N/A                               |
| Increase/ (decrease)<br>during the month                   | N/A                           | N/A | N/A                        | N/A                               |
| Balance at close of<br>the month                           | 800,000,000                   | 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<br>share option<br>scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |           |           |        | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|-------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|--------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
|                                                                                                                               | Granted                   | Exercised | Cancelled | Lapsed |                                                                               |                                                                                                       |
| 1.Share option<br>scheme<br>(29/01/2018)                                                                                      |                           |           |           |        |                                                                               |                                                                                                       |
| Ordinary<br>shares<br>(Note 1)                                                                                                | Nil                       | Nil       | Nil       | Nil    | Nil                                                                           | Nil                                                                                                   |
| 2. N/A                                                                                                                        |                           |           |           |        |                                                                               |                                                                                                       |
| ( / / )                                                                                                                       |                           |           |           |        |                                                                               |                                                                                                       |
| shares<br>(Note 1)                                                                                                            |                           |           |           |        |                                                                               |                                                                                                       |
| 3. N/A                                                                                                                        |                           |           |           |        |                                                                               |                                                                                                       |
| ( / / )                                                                                                                       |                           |           |           |        |                                                                               |                                                                                                       |
| shares<br>(Note 1)                                                                                                            |                           |           |           |        |                                                                               |                                                                                                       |
| Total A. (Ordinary shares)                                                                                                    |                           |           |           |        | Nil                                                                           |                                                                                                       |
| (Preference shares)                                                                                                           |                           |           |           |        | N/A                                                                           |                                                                                                       |
| (Other class)                                                                                                                 |                           |           |           |        | N/A                                                                           |                                                                                                       |
| Total funds raised during the month from exercise<br>of options (State currency)                                              | N/A                       |           |           |        |                                                                               |                                                                                                       |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------------------------------------|---------------------------------|----------------------------------------------------|----------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| 1. N/A                                                   |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )                                            |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 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)     |                                 | (   /   /   )                                      |                                  |                                           |                                                                                           |                                                                                                                   |
| 2. N/A                                                   |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )                                            |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 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. N/A                                                   |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )                                            |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 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. N/A                                                   |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| (   /   /   )                                            |                                 |                                                    |                                  |                                           |                                                                                           |                                                                                                                   |
| 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. N/A                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )      |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 2. N/A                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )      |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)  | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 3. N/A                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )      |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)  | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 4. N/A                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )      |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)  | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| Total C. (Ordinary shares)                      |                                |                                    |                            |                              | N/A                                                                  |                                                                                           |
| (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. N/A<br><br><br><br>( / / )<br>shares (Note 1)                                                        |                                                                      |                                                                                           |
| 2. N/A<br><br><br><br>( / / )<br>shares (Note 1)                                                        |                                                                      |                                                                                           |
| 3. N/A<br><br><br><br>( / / )<br>shares (Note 1)                                                        |                                                                      |                                                                                           |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      | N/A<br>N/A<br>N/A                                                    |                                                                                           |

## Other Movements in Issued Share Capital

|                 |            |                         |                                                                                                                                                                      | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-----------------|------------|-------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue   |            |                         |                                                                                                                                                                      |                                                                                           |                                                                                                                   |
| 1. Rights issue | At price : | State<br>currency _____ | Class of shares<br>issuable ( <i>Note 1</i> ) <u>N/A</u><br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____                                                                                     | _____                                                                                                             |
| 2. Open offer   | At price : | State<br>currency _____ | Class of shares<br>issuable ( <i>Note 1</i> ) <u>N/A</u><br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____                                                                                     | _____                                                                                                             |
| 3. Placing      | At price : | State<br>currency _____ | Class of shares<br>issuable ( <i>Note 1</i> ) <u>N/A</u><br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____                                                                                     | _____                                                                                                             |
| 4. Bonus issue  |            |                         | Class of shares<br>issuable ( <i>Note 1</i> ) <u>N/A</u><br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / )<br>(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 ( <i>Note 1</i> )    | <u>N/A</u> |                                                                      |                                                                                           |
|                         |                                 | Issue and allotment date : (dd/mm/yyyy)       | ( / / )    |                                                                      |                                                                                           |
|                         |                                 | EGM approval date: (dd/mm/yyyy)               | ( / / )    |                                                                      |                                                                                           |
| 6. Repurchase of shares |                                 | Class of shares repurchased ( <i>Note 1</i> ) | <u>N/A</u> |                                                                      |                                                                                           |
|                         |                                 | Cancellation date : (dd/mm/yyyy)              | ( / / )    |                                                                      |                                                                                           |
|                         |                                 | EGM approval date: (dd/mm/yyyy)               | ( / / )    |                                                                      |                                                                                           |
| 7. Redemption of shares |                                 | Class of shares redeemed ( <i>Note 1</i> )    | <u>N/A</u> |                                                                      |                                                                                           |
|                         |                                 | Redemption date : (dd/mm/yyyy)                | ( / / )    |                                                                      |                                                                                           |
|                         |                                 | EGM approval date: (dd/mm/yyyy)               | ( / / )    |                                                                      |                                                                                           |
| 8. Consideration issue  | At price : State currency _____ | Class of shares issuable ( <i>Note 1</i> )    | <u>N/A</u> |                                                                      |                                                                                           |
|                         |                                 | Issue and allotment date : (dd/mm/yyyy)       | ( / / )    |                                                                      |                                                                                           |
|                         |                                 | EGM approval date: (dd/mm/yyyy)               | ( / / )    |                                                                      |                                                                                           |

|                            |                                            |                                         | 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 |
|----------------------------|--------------------------------------------|-----------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| Type of Issue              |                                            |                                         |                                                                      |                                                                                           |
| 9. Capital reorganisation  | Class of shares issuable ( <i>Note 1</i> ) |                                         | <u>N/A</u>                                                           |                                                                                           |
|                            | Issue and allotment date : (dd/mm/yyyy)    |                                         | ( / / )                                                              |                                                                                           |
|                            | EGM approval date: (dd/mm/yyyy)            |                                         | ( / / )                                                              |                                                                                           |
| 10. Other (Please specify) | Class of shares issuable ( <i>Note 1</i> ) |                                         | <u>N/A</u>                                                           |                                                                                           |
|                            | At price : State currency _____            | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                            |                                            | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
| Total E. (Ordinary shares) |                                            |                                         | <u>N/A</u>                                                           |                                                                                           |
| (Preference shares)        |                                            |                                         | <u>N/A</u>                                                           |                                                                                           |
| (Other class)              |                                            |                                         | <u>N/A</u>                                                           |                                                                                           |

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

Remarks (if any):

The shares of the Company were initially listed on the GEM of The Stock Exchange of Hong Kong Limited on 26 February 2018.

Submitted by: Ms. Wong Sau Ting Peony

Title: Director  
(Director, Secretary or other duly authorised officer)

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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.*