

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 HC International, Inc.

Date Submitted 04/12/ 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 02280 Description : Ordinary Shares

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>2,000,000,000</u>	<u>0.1</u>	<u>200,000,000</u>
Increase/(decrease)	<u> </u>		<u> </u>
Balance at close of the month	<u>2,000,000,000</u>	<u>0.1</u>	<u>200,000,000</u>

(2) Stock code : Description :

	No. of ordinary shares	Par value (State currency)	Authorised share capital (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 :	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 :	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\$200,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<u>997,680,853</u>			
Increase/ (decrease) during the month	<u>87,642,857</u>			
Balance at close of the month	<u>1,085,323,710</u>			

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				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
	Granted	Exercised	Cancelled	Lapsed		
<u>1. Share Option Scheme adopted on 30 November 2003</u>						
Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	13,510,000
<u>2. Share Option Scheme adopted on 22 May 2015</u>						
Ordinary shares (Note 1)	29,930,000 (Remark 1)	Nil	Nil	Nil	Nil	Nil (Remark 1)
<u>3.</u>						
<u>(/ /)</u>						
<u>shares</u>						
(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.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
3.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
4.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
Total B.				(Ordinary shares)	Nil	
				(Preference shares)	Nil	
				(Other class)	Nil	

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	HK\$	780,000,000	Nil	51,600,000 (Remark 2)	Nil	4,574,468
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
Stock code (if listed)	5839	_____	_____	_____	_____	_____
Class of shares issuable (Note 1)	Ordinary shares	_____	_____	_____	_____	_____
Subscription price	HK\$11.28(adjusted)	_____	_____	_____	_____	_____
EGM approval date (if applicable) (dd/mm/yyyy)	N/A	_____	_____	_____	_____	_____
2. Convertible Bonds	HK\$	60,285,000	Nil	60,285,000	Nil	6,028,500
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
Stock code (if listed)	_____	_____	_____	_____	_____	_____
Class of shares issuable (Note 1)	Ordinary shares	_____	_____	_____	_____	_____
Subscription price	HK\$10.00	_____	_____	_____	_____	_____
EGM approval date (if applicable) (dd/mm/yyyy)	N/A	_____	_____	_____	_____	_____
3. Convertible Bonds	HK\$	225,000,000	Nil	225,000,000	Nil	30,000,000
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
Stock code (if listed)	_____	_____	_____	_____	_____	_____
Class of shares issuable (Note 1)	Ordinary shares	_____	_____	_____	_____	_____
Subscription price	HK\$7.50	_____	_____	_____	_____	_____
EGM approval date (if applicable) (dd/mm/yyyy)	N/A	_____	_____	_____	_____	_____
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 (<i>Note 1</i>)		
2. _____ _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
3. _____ _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	Nil	
(Other class)	Nil	

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			Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		

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) (/ /)		
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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
6. Repurchase of shares			Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy)	Ordinary shares (/ /) (/ /)	
7. Redemption of shares			Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	_____ (/ /) (/ /)	
8. Consideration issue	At price : 7.0 per share	HK\$ _____	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	Ordinary shares _____ (20/11/2017) (14/07/2017)	_____ <u>87,642,857</u>
9. Capital reorganisation			Class of shares issuable (<i>Note 1</i>) 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 (<i>Note 1</i>) 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
	Total E. (Ordinary shares) 87,642,857 (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) 87,642,857
	(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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>	

Remarks (if any):

1. On 13 October 2017, the Board proposed to grant 29,930,000 share options to subscribe for ordinary shares of HK\$0.10 each in the capital of the Company ("**Share(s)**") to Mr. Liu Jun, the executive director and chief executive officer of the Company, at an exercise price of HK\$6.476 per Share under the Company's existing share option scheme adopted on 22 May 2015, which is subject to the approval of the shareholders in an extraordinary general meeting to be convened. The said share options shall vest in phases. The first twenty percent of the shares comprised in the share options shall become vested and exercisable upon the first anniversary of the offer date, i.e. 13 2018, October and shall expire on 12 October 2027. Hence, the number of new shares of the Company which may be issued as at the close of the month is nil.

2. The convertible bonds of HK\$728,400,000 (the "**Bonds**") had been fully redeemed and cancelled on 27 November 2017, and the outstanding amount due by the Company under the Bonds is HK\$51,600,000. For details, please refer to the announcement of the Company dated 21 November 2017.

Submitted by: Guo Jiang

Title: Executive Director

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.*