

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :		31/03	/2020		
To : Hong Kong Exchanges a	ınd Clea	ring Limi	ited		
Name of Issuer	Sunway (Incorporat	Internat	ional Holdi	ings Limited	
Date Submitted	3 April 2	2020			
I. Movements in Authorised S	Share Ca	apital			
1. Ordinary Shares					
(1) Stock code : <u>0058</u>	_Descrip	otion :	Sunway	Int'l	
			ordinary ares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding	g month	10,000,0	00,000	0.10	1,000,000,000.00
Increase/(decrease)			0		0
Balance at close of the month	า	10,000,0	00,000	0.10	1,000,000,000.00
(2) Stock code :	_Descrip	otion :	<u></u>		
			ordinary ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	g month				
Increase/(decrease)					
Balance at close of the month	า				

2. Preference Shares			
Stock code : Descrip	tion : <u></u>		
	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 : Descrip	tion : <u></u>		
		(State	
Balance at close of preceding month _			
Increase/(decrease)		-	
Balance at close of the month			
Total authorised share capital at the e (HK\$):	nd of the month	1,000,	000,000.00

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other
	(1)	(2)	•	classes of shares
Balance at close of preceding month	748,936,324			
Increase/ (decrease) during the month	149,063,676		<u> </u>	
Balance at close of the month	898,000,000			

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM Movement during the month pursuant issuer which issuer issuer issuer which issuer issuer which issuer issuer which issuer issuer which date (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on 25/02/2003 Ordinary shares (Note 1) Total A. (Ordinary shares) No. of new shares of No. of new shares of No. of new shares of No. of new shares issuer issuer byte. Issuer issuer issuer byte. Ithe month pursuant thereto as at the month and class of shares. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month and class of shares. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month pursuant the month issuer purple. Ithe month pursuant the month issuer purple. Ithe month pursuant thereto as at the month issuer purple. Ithe month purple. Ithe	
Scheme Including EGM Movement during the month Including EGM Approval date (dd/mm/yyyy) and class of shares Issuable Granted Exercised Cancelled Lapsed	
including EGM approval date (dd/mm/yyyy) and class of shares issuable	
approval date (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed	
(dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed	
Class of Shares issuable Granted Exercised Cancelled Lapsed	nth
issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on 25/02/2003 Ordinary shares (Note 1) 2 (Note 1) shares (Note 1) 3 ((/ /)	
1. Share Option Scheme adopted on 25/02/2003 Ordinary shares	
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Shares	
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(/ /) shares (Note 1)	
(/ /) shares	
(Note 1)	
Intal A (Ordinary charge)	
(Preference shares)	
(Other class)	
Total funds raised during the month from exercise	
of options (State currency)	

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						
(/ /)						_
Class of shares issuable (Note 1) Subscription price			·			
EGM approval date (if applicable) (dd/mm/yyyy) 3	(/ /)				
-						
Cubacriation arise			<u> </u>			
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 E		ary shares)		_
				ce shares) other class)		-

Convertibles (i.e. Converti	ible into Shares of	the Issuer which	are to be List	ted)		
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 Notes						
(Remarks)						
	HK\$	30,000,000.00	0	30,000,000.00	0	16,393,442*
Stock code (if listed)	N/A					
Class of shares	Ordinary Charas					
issuable (Note 1) Subscription price	Ordinary Shares HK\$1.83*					
EGM approval date	ΤΙΙ (Ψ1.00					
(if applicable) (dd/mm/yyyy)) 2	(22 / 04 /2014			er to the annour	ncement date	d
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /))				
3		· <u> </u>				
Stock code (if listed)				-		
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
	(/ /)	\				
4		<u>' </u>				
-						
Stock code (if listed)				-		
Class of shares	-					
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	(
(dd/mm/yyyy)	(/ /	<u>' </u>	ntal C. (Ordin	ary shares)		
		11		nce shares)		_
				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.		
-		
shares (Note 1)		
2.		
-		
shares (Note 1)		
3.		
·		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		
(Other diade)		
	l	

	her Movements	III ISSUEU CIN	are Supriar				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 (Note 1)				
1.	Rights issue	At price :	State currency	lssue 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)	(/	/)		
							-	

						No of a sec	No of
						No. of new shares of	No. of new
						issuer issued	shares
						during the	of issuer
						month	which
						pursuant	may be
						thereto	issued
							pursuant thereto
							as at
							close of
							the
	Type of Issue						month
					Class of shares		
					issuable (Note 1)		
9.	Capital				Issue and allotment (/ /)		
0.	reorganisation				date : (dd/mm/yyyy)		
					EGM approval date: (/ /)		
					(dd/mm/yyyy)		
					Class of shares Ordinary		
40	Other				issuable (Note 1) Shares		
10.	Other Subscription	At price :	HK\$	0.10	Issue and allotment		
	Shares	7 tt p1100 .	ιπτφ	<u>0.10</u>	date : (dd/mm/yyyy) (30/03/2020)		
					SGM approval date: (16/03/2020)		
					(dd/mm/yyyy) (16/03/2020)	149,063,676	Nil
							-
					Total E. (Ordinary	/	
					` shares	149,063,676	_
					(Preference shares		-
					(Other class		-
L							

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	149,063,676
(2)	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E)	:
(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):

By a general indorsed writ of summons dated 23 June 2015 and statement of claim dated
18 August 2015 issued by Sunway International Holdings Limited (the "Issuer") and its wholly-
owned subsidiary (collectively, the "Plaintiffs") against certain parties (collectively, the
"Defendants") to a sale and purchase agreement dated 3 October 2013 (the "Agreement"), the
Plaintiffs claim that the Defendants have fundamentally breached the terms and conditions of,
and hence rescinded the Agreement. Therefore, as far as the Issuer is concerned, the
remaining Convertible Notes issued under the Agreement have become void and are not
capable of converting into shares of the Issuer. (References are also made to page 11-12 and 108
of the annual report 2018 of the Issuer)
Submitted by:Law Chun Choi
Title:Director
(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.