



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 July 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Million Cities Holdings Limited

Date Submitted: 05 August 2024

I. Movements in Authorised / Registered Share Capital

| | | | | | | |
|-------------------------------------|--|----------------|----------------|---------------------------------|-------------------------------------|--|
| 1. Class of shares | Ordinary shares | Type of shares | Not applicable | Listed on the Exchange (Note 1) | Yes | |
| Stock code (if listed) | 02892 | Description | | | | |
| | Number of authorised/registered shares | | Par value | | Authorised/registered share capital | |
| Balance at close of preceding month | 1,400,000,000 | HKD | 0.01 | HKD | 14,000,000 | |
| Increase / decrease (-) | | | | HKD | | |
| Balance at close of the month | 1,400,000,000 | HKD | 0.01 | HKD | 14,000,000 | |

| | | | | | | |
|-------------------------------------|--|----------------|-----------------------------------|---------------------------------|-------------------------------------|--|
| 2. Class of shares | Preference shares | Type of shares | Not applicable | Listed on the Exchange (Note 1) | No | |
| Stock code (if listed) | 02892 | Description | Non-Convertible Preference Shares | | | |
| | Number of authorised/registered shares | | Par value | | Authorised/registered share capital | |
| Balance at close of preceding month | 600,000,000 | HKD | 0.01 | HKD | 6,000,000 | |
| Increase / decrease (-) | | | | HKD | | |
| Balance at close of the month | 600,000,000 | HKD | 0.01 | HKD | 6,000,000 | |

Total authorised/registered share capital at the end of the month: HKD

20,000,000

II. Movements in Issued Shares and/or Treasury Shares

| | | | | | | |
|-------------------------------------|--|----------------|---------------------------|---------------------------------|-------------------------------|--|
| 1. Class of shares | Ordinary shares | Type of shares | Not applicable | Listed on the Exchange (Note 1) | Yes | |
| Stock code (if listed) | 02892 | Description | | | | |
| | Number of issued shares (excluding treasury shares) | | Number of treasury shares | | Total number of issued shares | |
| Balance at close of preceding month | 750,000,000 | | | | 750,000,000 | |
| Increase / decrease (-) | | | | | | |
| Balance at close of the month | 750,000,000 | | 0 | | 750,000,000 | |

| | | | | | | |
|-------------------------------------|--|----------------|-----------------------------------|---------------------------------|-------------------------------|--|
| 2. Class of shares | Preference shares | Type of shares | Not applicable | Listed on the Exchange (Note 1) | No | |
| Stock code (if listed) | 02892 | Description | Non-Convertible Preference Shares | | | |
| | Number of issued shares (excluding treasury shares) | | Number of treasury shares | | Total number of issued shares | |
| Balance at close of preceding month | 0 | | | | 0 | |
| Increase / decrease (-) | | | | | | |
| Balance at close of the month | 0 | | 0 | | 0 | |

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer)

| | | | | | | | | | | | | | | | | |
|--|---------------------|---|--|---------------------------|----------------|--|---|--|--|-----|--|--|---|--|---|--|
| 1. Class of shares | | Ordinary shares | | Type of shares | Not applicable | | Listed on the Exchange (Note 1) | | | Yes | | | | | | |
| Stock code (if listed) | | 02892 | | Description | | | | | | | | | | | | |
| Particulars of share option scheme | | Number of share options outstanding at close of preceding month | | Movement during the month | | | Number of share options outstanding at close of the month | | Number of new shares issued during the month pursuant thereto (A1) | | Number of treasury shares transferred out of treasury during the month pursuant thereto (A2) | | Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month | | The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month | |
| 1). | Share Option Scheme | 14,100,000 | | | | | 14,100,000 | | | | | | | | 14,100,000 | |
| General Meeting approval date (if applicable) 16 November 2018 | | | | | | | | | | | | | | | | |

Increase in issued shares (excluding treasury shares): _____ Ordinary shares (AA1)

Decrease in treasury shares: _____ Ordinary shares (AA2)

Total funds raised during the month from exercise of options: _____

Remarks:

| |
|--|
| Number of share options as at 31 July 2024 : 14,100,000 share options vested |
|--|

(B). Warrants to Issue Shares of the Issuer

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

Not applicable

(E). Other Movements in Issued Shares and/or Treasury Shares

| | | | | | | | | | | | | | | | |
|------------------------|--|-------------------|--|--------------------------|------|---------------------------|---|---|--|--|----|--|--|----------|--------|
| 1. Class of shares | | Preference shares | | Type of shares | | Not applicable | | Listed on the Exchange (Note 1) | | | No | | | | |
| Stock code (if listed) | | | | Description | | | | | | | | | | | |
| Events | | | | At price (if applicable) | | Date of event (Note 2) | General Meeting approval date (if applicable) | Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1) | Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2) | Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3) | | | | | |
| | | | | | | | | | | | | | | Currency | Amount |
| 1). | Placing/subscription - new shares involved | | | HKD | 1.15 | | 18 November 2021 | 0 | | | | | | | |

Increase/ decrease (-) in issued shares (excluding treasury shares): _____ 0 Preference shares (EE1)

Increase/ decrease (-) in treasury shares: _____ Preference shares (EE2)

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): _____ Ordinary shares

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): _____ 0 Preference shares

Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): _____ Ordinary shares

Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): _____ Preference shares

Remarks:

On 18 November 2021, the independent shareholders of the Company approved, among others, the issuance of the Non-Convertible Preference Shares. Please refer to the announcement of the Company dated 18 November 2021 for further details. As at 30 June 2022, the subscription of the Non-Convertible Preference Shares has been lapsed, please refer to the announcement of the Company dated 04 July 2022.

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations Not applicable

Submitted by: Li Wa Tat Benedict

Title: Company Secretary
 (Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "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.