



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 January 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Bosideng International Holdings Limited

Date Submitted: 09 February 2022

I. Movements in Authorised / Registered Share Capital

| | | | | | | |
|-------------------------------------|--|-----------------|----------------|-------------------------------------|---------|--|
| 1. Type of shares | Ordinary shares | Class of shares | Not applicable | Listed on SEHK (Note 1) | Yes | |
| Stock code | 03998 | Description | N/A | | | |
| | Number of authorised/registered shares | Par value | | Authorised/registered share capital | | |
| Balance at close of preceding month | 20,000,000,000 | USD | 0.00001 | USD | 200,000 | |
| Increase / decrease (-) | | | | USD | | |
| Balance at close of the month | 20,000,000,000 | USD | 0.00001 | USD | 200,000 | |

Total authorised/registered share capital at the end of the month: USD 200,000

II. Movements in Issued Shares

| | | | | | | |
|-------------------------------------|-----------------|-----------------|----------------|-------------------------|-----|--|
| 1. Type of shares | Ordinary shares | Class of shares | Not applicable | Listed on SEHK (Note 1) | Yes | |
| Stock code | 03998 | Description | N/A | | | |
| Balance at close of preceding month | | | 10,883,341,385 | | | |
| Increase / decrease (-) | | | 880,000 | | | |
| Balance at close of the month | | | 10,884,221,385 | | | |

III. Details of Movements in Issued Shares

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

| 1. Type of shares issuable | | Ordinary shares | Class of shares | | Not applicable | Shares issuable to be listed on SEHK (Note 1) | | Yes | |
|--|---|---|---------------------------|----------|---|--|---|--|--|
| Stock code of shares issuable (if listed on SEHK) (Note 1) | | | 03998 | | | | | | |
| 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 | No. of new shares of issuer issued during the month pursuant thereto (A) | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month | |
| 1). | 2017 Scheme Exercise price of HKD0.69 | 951,000 | Exercised | -250,000 | 701,000 | 250,000 | 701,000 | 389,456,038 | |
| General Meeting approval date (if applicable) | | 25 August 2017 | | | | | | | |
| 2). | 2017 Scheme Exercise price of HKD1.07 (Remarks 1) | 51,804,000 | Exercised | -230,000 | 51,574,000 | 230,000 | 5,053,999 | 389,456,038 | |
| General Meeting approval date (if applicable) | | 25 August 2017 | | | | | | | |
| 3). | 2017 Scheme Exercise price of HKD1.94 (Remarks 2) | 258,334,000 | Exercised | -400,000 | 257,934,000 | 400,000 | 30,574,000 | 389,456,038 | |
| General Meeting approval date (if applicable) | | 25 August 2017 | | | | | | | |
| 4). | 2017 Scheme Exercise price of HKD3.41 (Remarks 3) | 100,000,000 | | | 100,000,000 | 0 | 0 | 389,456,038 | |
| General Meeting approval date (if applicable) | | 25 August 2017 | | | | | | | |
| 5). | 2017 Scheme Exercise price of HKD4.98 (Remarks 4) | 103,200,000 | | | 103,200,000 | 0 | 0 | 389,456,038 | |
| General Meeting approval date (if applicable) | | 25 August 2017 | | | | | | | |

Total A (Ordinary shares): 880,000

Total funds raised during the month from exercise of options: HKD 1,194,600

Remarks:

The Company has a total of 513,409,000 outstanding Share Options, of which:

- 701,000 Share Options were granted on March 5, 2018 under the 2017 Scheme and have been fully vested;
- 51,574,000 Share Options were granted on October 26, 2018 under the 2017 Scheme;
- 257,934,000 Share Options were granted on April 23, 2020 under the 2017 Scheme;
- 100,000,000 Share Options were granted on October 23, 2020 under the 2017 Scheme; and
- 103,200,000 Share Options were granted on December 20, 2021 under the 2017 Scheme.

1) Out of the 51,574,000 Share Options:

- 5,053,999 Share Options have been vested;
- 7,743,333 Share Options shall be vested during the period commencing from October 26, 2022 and ending on October 25, 2023;
- 7,743,333 Share Options shall be vested during the period commencing from October 26, 2023 and ending on October 25, 2024;
- 7,743,333 Share Options shall be vested during the period commencing from October 26, 2024 and ending on October 25, 2025;
- 7,743,333 Share Options shall be vested during the period commencing from October 26, 2025 and ending on October 25, 2026;
- 7,743,333 Share Options shall be vested during the period commencing from October 26, 2026 and ending on October 25, 2027; and
- 7,803,336 Share Options shall be vested during the period commencing from October 26, 2027 and ending on October 25, 2028.

2) Out of the 257,934,000 Share Options:

- 30,574,000 Share Options have been vested;
- 97,440,000 Share Options shall be vested during the period commencing from July 23, 2022 and ending on July 22, 2024; and
- 129,920,000 Share Options shall be vested during the period commencing from July 23, 2023 and ending on July 22, 2024.

3) Out of the 100,000,000 Share Options:

- 30,000,000 Share Options shall be vested during the period commencing from October 23, 2021 and ending on October 22, 2024;
- 30,000,000 Share Options shall be vested during the period commencing from October 23, 2022 and ending on October 22, 2024; and
- 40,000,000 Share Options shall be vested during the period commencing from October 23, 2023 and ending on October 22, 2024.

4) Out of the 103,200,000 Share Options:

- 30,960,000 Share Options shall be vested during the period commencing from December 20, 2022 and ending on December 19, 2025;
- 30,960,000 Share Options shall be vested during the period commencing from December 20, 2023 and ending on December 19, 2025; and
- 41,280,000 Share Options shall be vested during the period commencing from December 20, 2024 and ending on December 19, 2025.

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

| 1. Type of shares issuable | Ordinary shares | Class of shares | Not applicable | Shares issuable to be listed on SEHK (Note 1) | Yes | |
|---|-----------------|------------------------------------|---------------------------|---|--|---|
| Stock code of shares issuable (if listed on SEHK) (Note 1) | | 03998 | | | | |
| Description of the Convertibles | Currency | Amount at close of preceding month | Movement during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto (C) | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1). USD275,000,000 Convertible bonds due 2024 | USD | 275,000,000 | | 275,000,000 | 0 | 476,303,650 |
| Type of convertibles | Bond/Notes | | | | | |
| Stock code of the Convertibles (if listed on SEHK) (Note 1) | 40107 | | | | | |
| Subscription/Conversion price | HKD | 4.52 | | | | |
| General Meeting approval date (if applicable) | | | | | | |

Total C (Ordinary shares): 0

Remarks:

Assuming full conversion of the Convertible Bonds at the adjusted Conversion Price of HKD4.52 per ordinary Share, the Convertible Bonds will be convertible into 476,303,650 ordinary Shares, which can be converted during the period from January 27, 2020 up to the close of business on the date falling ten days prior to December 17, 2024, being the maturity date on which the Convertible Bonds mature. For details, please refer to the announcements of the Company dated December 5, 2019, August 21, 2020, December 3, 2020, August 20, 2021, and December 1, 2021, respectively.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable**(E). Other Movements in Issued Share** Not applicableTotal increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) 880,000

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

V. 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 and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised 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); and
- (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.

Submitted by: Liang Shuang

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
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 Main Board Rule 13.25A / GEM Rule 17.27A 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 submit additional document.

5. In the context of repurchase of shares:
- . “shares issuable to be listed on SEHK” should be construed as “shares repurchased listed on SEHK”; and
 - . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares repurchased (if listed on SEHK)”; and
 - . “type of shares issuable” should be construed as “type of shares repurchased”; and
 - . “issue and allotment date” should be construed as “cancellation date”
6. In the context of redemption of shares:
- . “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and
 - . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
 - . “type of shares issuable” should be construed as “type of shares redeemed”; and
 - . “issue and allotment date” should be construed as “redemption date”