

For the month ended (dd/mm/yyyy):

## **Monthly Return of Equity Issuer on Movements in Securities**

| To: Hong Kong Exchanges and     | l Clearing | Limited        |                  |                               |                                           |  |
|---------------------------------|------------|----------------|------------------|-------------------------------|-------------------------------------------|--|
| Name of Issuer                  | China Oc   | ean Fish       | ing Holdiı       | ngs Limited                   |                                           |  |
| Date Submitted                  | 3 August   | 2018           |                  |                               |                                           |  |
| I. Movements in Authorised Sha  | are Capita | al             |                  |                               |                                           |  |
| 1. Ordinary Shares              |            |                |                  |                               |                                           |  |
| (1) Stock code : <u>8047</u>    | _Descript  | tion :         | Ordinary         | y Shares                      |                                           |  |
|                                 |            |                | ordinary<br>ares | Par value<br>(State currency) | Authorised share capital (State currency) |  |
| Balance at close of preceding m | onth       | 20,000,000,000 |                  | HK\$0.01                      | HK\$200,000,000                           |  |
| Increase/(decrease)             | -          | N              | [/A              | -                             | N/A                                       |  |
| Balance at close of the month   |            | 20,000         | ,000,000         | HK\$0.01                      | HK\$200,000,000                           |  |
| (2) Stock code : N/A            | _Descrip   | tion :         | N/A              |                               |                                           |  |
|                                 |            |                | ordinary<br>ares | Par value<br>(State currency) | Authorised share capital (State currency) |  |
| Balance at close of preceding m | onth       |                |                  | _                             |                                           |  |
| Increase/(decrease)             |            |                |                  |                               |                                           |  |
| Balance at close of the month   |            |                |                  |                               |                                           |  |

31/07/2018

| N/A            | Description                                   | n:                                                                                         | N/A                                                                                                                                              |                                                                                                                                                                                                  |
|----------------|-----------------------------------------------|--------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                | No                                            | o. of preference<br>shares                                                                 | Par value (State currency)                                                                                                                       | Authorised share capital (State currency)                                                                                                                                                        |
| of preceding r | nonth                                         |                                                                                            |                                                                                                                                                  |                                                                                                                                                                                                  |
| se)            |                                               |                                                                                            | - <del></del>                                                                                                                                    |                                                                                                                                                                                                  |
| of the month   |                                               |                                                                                            |                                                                                                                                                  |                                                                                                                                                                                                  |
| of Shares      |                                               |                                                                                            |                                                                                                                                                  |                                                                                                                                                                                                  |
| N/A            | Description                                   | ı:                                                                                         | N/A                                                                                                                                              |                                                                                                                                                                                                  |
|                | cl                                            | No. of other asses of shares                                                               | Par value (State currency)                                                                                                                       | Authorised share capital (State currency)                                                                                                                                                        |
| of preceding r | month                                         |                                                                                            |                                                                                                                                                  |                                                                                                                                                                                                  |
| se)            |                                               |                                                                                            |                                                                                                                                                  |                                                                                                                                                                                                  |
| of the month   |                                               |                                                                                            |                                                                                                                                                  |                                                                                                                                                                                                  |
|                | of preceding 1 se) of the month of Shares N/A | of preceding month  se)  of the month  of Shares  N/A  Description  cl  of preceding month | No. of preference shares  of preceding month  se)  of the month  of Shares  N/A Description:  No. of other classes of shares  of preceding month | No. of preference Shares (State currency)  of preceding month  se)  of the month  of Shares  N/A Description: N/A  No. of other Par value classes of shares (State currency)  of preceding month |

## II. Movements in Issued Share Capital

|                                          | No. of ordinary shares |     | No of preference | No. of other classes |
|------------------------------------------|------------------------|-----|------------------|----------------------|
|                                          | (1)                    | (2) | shares           | of shares            |
| Balance at close of preceding month      | 3,317,622,179          | N/A | N/A              | N/A                  |
| Increase/ (decrease)<br>during the month | 310,000,000            | N/A | N/A              | N/A                  |
| Balance at close of the month            | 3,627,622,179          | N/A | N/A              | <u>N/A</u>           |

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto as at close of the month approval date thereto Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1.N/A shares (*Note 1*) 2. N/A shares (*Note 1*) 3. N/A Ordinary shares (*Note 1*) Total A. (Ordinary shares) NIL N/A (Preference shares) (Other class) N/A Total funds raised during the month from exercise of N/A options (HK\$)

| Description of warrants (Date of expiry - dd/mm/yyyy)                  | Currency of Nominal value at nominal close of value preceding month | during the | Nominal value<br>at close of the<br>month       | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|------------------------------------------------------------------------|---------------------------------------------------------------------|------------|-------------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. <b>N</b> /A                                                         | -                                                                   |            |                                                 |                                                                                        |                                                                                                                |
|                                                                        | -<br>                                                               |            |                                                 |                                                                                        |                                                                                                                |
| Class of shares issuable (Note 1) Subscription price EGM approval date |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| (if applicable) (dd/mm/yyyy)  2. N/A                                   | ( / / )                                                             | -          |                                                 |                                                                                        |                                                                                                                |
| 2.17/13                                                                | -<br>-                                                              |            |                                                 |                                                                                        |                                                                                                                |
| Stock code (if listed)                                                 |                                                                     |            |                                                 |                                                                                        |                                                                                                                |
| Class of shares issuable (Note 1)                                      |                                                                     | _          |                                                 |                                                                                        |                                                                                                                |
| Subscription price EGM approval date                                   |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| (if applicable) (dd/mm/yyyy)                                           | ( / / )                                                             | _          |                                                 |                                                                                        |                                                                                                                |
| 3. <b>N/A</b>                                                          | -                                                                   |            |                                                 |                                                                                        |                                                                                                                |
|                                                                        | <u> </u>                                                            |            |                                                 |                                                                                        |                                                                                                                |
| ( / / ) Stock code (if listed) Class of shares                         |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| issuable (Note 1)                                                      |                                                                     | _          |                                                 |                                                                                        |                                                                                                                |
| Subscription price EGM approval date                                   |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| (if applicable)<br>(dd/mm/yyyy)                                        | ( / / )                                                             |            |                                                 |                                                                                        |                                                                                                                |
| 4. N/A                                                                 | -                                                                   | •          |                                                 |                                                                                        |                                                                                                                |
|                                                                        | _                                                                   |            |                                                 |                                                                                        |                                                                                                                |
| ( / / )                                                                | <u> </u>                                                            |            |                                                 |                                                                                        |                                                                                                                |
| Stock code (if listed) Class of shares                                 |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| issuable ( <i>Note 1</i> ) Subscription price                          |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| EGM approval date                                                      |                                                                     | -          |                                                 |                                                                                        |                                                                                                                |
| (if applicable)<br>(dd/mm/yyyy)                                        | ( / / )                                                             | -          |                                                 |                                                                                        |                                                                                                                |
|                                                                        | To                                                                  | (Prefei    | inary shares)<br>rence shares)<br>(Other class) | NIL<br>N/A<br>N/A                                                                      | -                                                                                                              |

| Convertibles (i.e. Convertib                                                                                                                  | ie iiito siiaies oi tiie is                                           | suci willen are to              | be Listed)           |                        |                                                                                        |                                                                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|---------------------------------|----------------------|------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
|                                                                                                                                               | Currency of amount                                                    | Amount at close<br>of preceding | Converted during the | Amount at close of the | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
| Class and description                                                                                                                         | outstanding                                                           | month                           | month                | month                  |                                                                                        | monui                                                                                                          |
| 1. Convertible bonds                                                                                                                          | outstanding                                                           | monu                            | monu                 | monui                  |                                                                                        |                                                                                                                |
| (31/03/2019)                                                                                                                                  |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (31/03/2017)                                                                                                                                  |                                                                       | HK\$                            |                      | HK\$                   |                                                                                        |                                                                                                                |
|                                                                                                                                               | <br>HK\$                                                              | 32,686,354                      |                      | 32,686,354             |                                                                                        | 136,193,143                                                                                                    |
| Stock code (if listed)                                                                                                                        | <u>пк</u> ъ<br>N/A                                                    | 32,000,334                      |                      | 32,000,334             |                                                                                        | 130,193,143                                                                                                    |
| Class of shares                                                                                                                               | IV/A                                                                  |                                 |                      |                        |                                                                                        |                                                                                                                |
| issuable (Note 1)                                                                                                                             | Ordinary                                                              |                                 |                      |                        |                                                                                        |                                                                                                                |
| ,                                                                                                                                             | Conversion Price of                                                   |                                 |                      |                        |                                                                                        |                                                                                                                |
|                                                                                                                                               | HK\$0.24 per                                                          |                                 |                      |                        |                                                                                        |                                                                                                                |
|                                                                                                                                               | Conversion Share                                                      |                                 |                      |                        |                                                                                        |                                                                                                                |
| Subscription price                                                                                                                            | (subject to adjustment                                                | nt)                             |                      |                        |                                                                                        |                                                                                                                |
| EGM approval date                                                                                                                             |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (if applicable)                                                                                                                               | CCM (20/11/2017                                                       | 7)                              |                      |                        |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)                                                                                                                                  | SGM (28/11/2017                                                       | <u>()</u>                       |                      |                        |                                                                                        |                                                                                                                |
| 2. Convertible bonds                                                                                                                          |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (31/03/2019)                                                                                                                                  |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
|                                                                                                                                               |                                                                       | HK\$                            |                      | HK\$                   |                                                                                        |                                                                                                                |
|                                                                                                                                               | HK\$                                                                  | 24,514,766                      |                      | 24,514,766             |                                                                                        | 102,144,857                                                                                                    |
| Stock code (if listed)                                                                                                                        | N/A                                                                   |                                 |                      |                        |                                                                                        |                                                                                                                |
| Class of shares issuable ( <i>Note 1</i> )                                                                                                    | Ordinary                                                              |                                 |                      |                        |                                                                                        |                                                                                                                |
| issuable (Note 1)                                                                                                                             | Conversion Price of                                                   |                                 |                      |                        |                                                                                        |                                                                                                                |
|                                                                                                                                               | HK\$0.24 per                                                          |                                 |                      |                        |                                                                                        |                                                                                                                |
|                                                                                                                                               | Conversion Share                                                      |                                 |                      |                        |                                                                                        |                                                                                                                |
| Subscription price                                                                                                                            | (subject to adjustmen                                                 |                                 |                      |                        |                                                                                        |                                                                                                                |
|                                                                                                                                               | (subject to adjustmen                                                 | nt)                             |                      |                        |                                                                                        |                                                                                                                |
| EGM approval date                                                                                                                             | (subject to adjustine)                                                | <u>1t)</u>                      |                      |                        |                                                                                        |                                                                                                                |
| (if applicable)                                                                                                                               |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (if applicable)<br>(dd/mm/yyyy)                                                                                                               | SGM (28/11/2017                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (if applicable)<br>(dd/mm/yyyy)<br>3. Convertible bonds                                                                                       |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (if applicable)<br>(dd/mm/yyyy)                                                                                                               |                                                                       |                                 |                      |                        |                                                                                        |                                                                                                                |
| (if applicable)<br>(dd/mm/yyyy)<br>3. Convertible bonds                                                                                       | SGM (28/11/2017                                                       |                                 |                      | HK\$                   |                                                                                        |                                                                                                                |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)                                                                               | SGM (28/11/2017                                                       |                                 | <u></u>              | HK\$<br>15,074,779.20  |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed)                                                       | SGM (28/11/2017                                                       |                                 |                      |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed) Class of shares                                       | SGM (28/11/2017                                                       |                                 |                      |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed)                                                       | SGM (28/11/2017  HK\$ N/A  Ordinary                                   |                                 |                      |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed) Class of shares                                       | SGM (28/11/2017  HK\$ N/A  Ordinary  Conversion Price of              |                                 | <del></del> -        |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed) Class of shares                                       | SGM (28/11/2017  HK\$ N/A  Ordinary  Conversion Price of HK\$0.52 per |                                 |                      |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed) Class of shares issuable (Note 1)                     | HK\$ N/A  Ordinary  Conversion Price of HK\$0.52 per Conversion Share | <br>                            | <u></u>              |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed) Class of shares issuable (Note 1)  Subscription price | SGM (28/11/2017  HK\$ N/A  Ordinary  Conversion Price of HK\$0.52 per | <br>                            |                      |                        |                                                                                        | 28,989,960                                                                                                     |
| (if applicable) (dd/mm/yyyy)  3. Convertible bonds (26/07/2019)  Stock code (if listed) Class of shares issuable (Note 1)                     | HK\$ N/A  Ordinary  Conversion Price of HK\$0.52 per Conversion Share | <br>                            |                      |                        |                                                                                        | 28,989,960                                                                                                     |

| 4. <b>Convertible bonds</b> (26/07/2019)                                   |                                                   |                 |              |     |           |
|----------------------------------------------------------------------------|---------------------------------------------------|-----------------|--------------|-----|-----------|
|                                                                            |                                                   |                 | HK\$         |     |           |
|                                                                            | HK\$                                              | <br>            | 1,134,660.80 |     | 2,182,040 |
| Stock code (if listed)                                                     | N/A                                               |                 |              |     |           |
| Class of shares                                                            |                                                   |                 |              |     |           |
| issuable (Note 1)                                                          | Ordinary                                          |                 |              |     |           |
|                                                                            | Conversion Price of HK\$0.52 per Conversion Share |                 |              |     |           |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | (subject to adjustment) SGM (27/06/2018)          |                 |              |     |           |
| (dd/IIIII/yyyy)                                                            | SGWI (27/00/2018)                                 | Total C. (Ordin | nory chorac) | NIL |           |
|                                                                            |                                                   |                 | ence shares) | N/A |           |
|                                                                            |                                                   | *               | Other class) | N/A |           |
|                                                                            |                                                   |                 | Ouici ciass) | IVA |           |

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 | I particulars including EGM approval date (dd/mm/yyyy), pplicable, 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                                                                                              |                                                                      |                                                                                           |
| -    | ( / / ) shares ( <i>Note 1</i> )                                                                 |                                                                      |                                                                                           |
| -    | shares (wole 1)                                                                                  |                                                                      |                                                                                           |
| 2.   | N/A                                                                                              |                                                                      |                                                                                           |
|      |                                                                                                  |                                                                      |                                                                                           |
| -    |                                                                                                  |                                                                      |                                                                                           |
| -    | shares (Note 1)                                                                                  |                                                                      |                                                                                           |
| -    | shares (note 1)                                                                                  |                                                                      |                                                                                           |
| 3.   | N/A                                                                                              |                                                                      |                                                                                           |
| -    |                                                                                                  |                                                                      |                                                                                           |
| -    |                                                                                                  |                                                                      |                                                                                           |
| -    | shares (Note 1)                                                                                  |                                                                      |                                                                                           |
|      | ,                                                                                                |                                                                      |                                                                                           |
|      | Total D. (Ordinary shares)                                                                       | NIL                                                                  |                                                                                           |
|      | (Preference shares)                                                                              | N/A                                                                  |                                                                                           |
|      | (Other class)                                                                                    | N/A                                                                  |                                                                                           |
|      |                                                                                                  |                                                                      |                                                                                           |

Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issued issuer which during the may be month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) ( / / ) At price : State currency Issue and allotment 1. Rights issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (*Note 1*) ( / / ) At price : State currency Issue and allotment Open offer date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A **Ordinary** Class of shares issuable Shares (*Note 1*) Issue and allotment (18/07/2018)date: (dd/mm/yyyy) At price : State HK\$ Placing currency 0.45 Issue and allotment (27/07/2018)date: (dd/mm/yyyy) EGM approval date: (27/06/2018)(dd/mm/yyyy) 310,000,000 N/A Class of shares issuable (*Note 1*) ( / / ) Issue and allotment Bonus issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A

For Main Board and GEM listed issuers

|    | Type of Issue        |                               | r                                       | or Mani | Боаго | No. of new<br>shares of<br>issuer 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 |
|----|----------------------|-------------------------------|-----------------------------------------|---------|-------|----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
|    | Турс от 13540        | _                             |                                         |         |       |                                                                                        |                                                                                                                   |
|    |                      |                               |                                         |         |       |                                                                                        |                                                                                                                   |
|    |                      |                               | 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)         | ( / /   | )     | <b>N</b> 7/4                                                                           | <b>N</b> 7/4                                                                                                      |
|    |                      |                               |                                         |         |       | <u>N/A</u>                                                                             | N/A                                                                                                               |
|    |                      |                               | Class of shares repurchased (Note 1)    |         |       |                                                                                        |                                                                                                                   |
| 6. | Repurchase of shares |                               | Cancellation date : (dd/mm/yyyy)        | ( / /   | )     |                                                                                        |                                                                                                                   |
|    |                      |                               | EGM approval date: (dd/mm/yyyy)         | ( / /   | )     | N/A                                                                                    |                                                                                                                   |
|    |                      |                               |                                         |         |       |                                                                                        |                                                                                                                   |
|    |                      |                               | Class of shares redeemed (Note 1)       |         |       |                                                                                        |                                                                                                                   |
| 7. | Redemption of shares |                               | Redemption date : (dd/mm/yyyy)          | ( / /   | )     |                                                                                        |                                                                                                                   |
|    |                      |                               | EGM approval date: (dd/mm/yyyy)         | ( / /   | )     | N/A                                                                                    | N/A                                                                                                               |
|    |                      |                               |                                         |         |       | IN/A                                                                                   | N/A                                                                                                               |
|    |                      |                               | Class of shares issuable (Note 1)       |         |       |                                                                                        |                                                                                                                   |
| 8. | Consideration issue  | e At price : State currency   | Issue and allotment date : (dd/mm/yyyy) | ( / /   | )     |                                                                                        |                                                                                                                   |
|    |                      |                               | EGM approval date: (dd/mm/yyyy)         | ( / /   | )     |                                                                                        |                                                                                                                   |
|    |                      |                               |                                         |         |       | N/A                                                                                    | N/A                                                                                                               |

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) ( / / ) Capital Issue and allotment reorganisation date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (*Note 1*) 10. Other At price : State currency ( / / ) Issue and allotment (Please specify) date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Total E. (Ordinary shares) 310,000,000

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):         | (1)    | NIL             |
|-------------------------------------------------------------------------------------------------|--------|-----------------|
|                                                                                                 | (2)    | NIL             |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):       |        | NIL             |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): |        | NIL             |
| (These figures should be the same as the relevant figures under II above ("Movements in Iss     | ued Sh | are Capital").) |

(Preference shares)

(Other class)

N/A N/A

| Remarks (if any):                                      |
|--------------------------------------------------------|
| N/A                                                    |
|                                                        |
|                                                        |
|                                                        |
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|                                                        |
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|                                                        |
|                                                        |
| Submitted by: Lam Chi Ming, Francis                    |
| Title: Company Secretary                               |
| (Director, Secretary or other duly authorised officer) |
| (Director, Secretary of other duty authorised officer) |
|                                                        |
|                                                        |
|                                                        |
|                                                        |

State the class of shares (e.g. ordinary, preference or other).

If there is insufficient space, please append the prescribed continuation sheet.

Notes:

1.

2.