HKEX 香 港 交 易 所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/2/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Ernest Borel Holdings Limited	
Date Submitted	2/3/2017	

I. Movements in Authorised Share Capital

1. Ordinary Shares (1) Stock code : 1856 Description : Ordinary shares Authorised share No. of ordinary Par value capital $(\hat{H}K\$)$ shares (*HK*\$) Balance at close of preceding month 10,000,000,000 100,000,000 0.01 Increase/(decrease) Nil Nil Balance at close of the month 10,000,000,000 0.01 100,000,000 **Description**: (2) Stock code : N/A Par value Authorised share No. of ordinary (State capital shares *currency*) (State currency) Balance at close of preceding month Increase/(decrease) Balance at close of the month

2. Preference Shares

Stock code : <u>N/A</u> Des	scription :		
	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 :	N/A	Description :		
		No. of other classes of share	(~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	Authorised share capital (State currency)
Balance at close of pr	eceding	nonth		
Increase/(decrease)				
Balance at close of the	e month			

Total authorised share capital at the end of the month (HK\$):

100,000,000

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	347,437,000	N/A	N/A	N/A		
	547,457,000	11/74				
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A		
Balance at close of the month	347,437,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Particulars of share option scheme					No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and -			0			
class of shares	a 1		C 11 1	× 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO						
Share Option						
Scheme						
Exercise price:						
HK\$3.00						
per share						
(24/6/2014)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	3,134,476
(Note 1)						
2. Share Option						
Scheme						
(24/6/2014)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)	1111					1111
_						
3.						
shares						
(Note 1)						
(10010-1)		Т	otal A. (Ordin	ary shares)	Nil	
		I.		nce shares)	N/A	
				Other class)	N/A N/A	
Cotal funds raised dur	ing the month	from avaraisa		(inc) (1055)	11/7	
options (State currenc		i nom exercise (1	Nil		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal va nominal close of value preceding n	f du	ercised ring the nonth	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. N/A						
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	(/ /)					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A						
Class of shares issuable (<i>Note 1</i>)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
		Total B.	(Prefere	nary shares) ence shares) Other class)	Nil N/A N/A	

Convertibles (i.e. Convertible i Class and description 1. Convertible Bond (See Remarks)		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
	HK\$	100,000,000	Nil	100,000,000	Nil	50,000,000
Stock code (if listed)	<u> </u>	100,000,000	1111	100,000,000	1111	50,000,000
Class of shares						
issuable (Note 1)	Ordinary					
Subscription price	HK\$2.00					
EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /)					
2. N/A						
				·		
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A	(' ')					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(1)					
4. N/A	(/ /)					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)		m / 1 0 / 0 "	• 、	NT:1	
			Total C. (Ordi		Nil N/A	
				ence shares) Other class)	N/A N/A	
			(1 1/ / 1	

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. <u>N/A</u>	-	
(/ /) shares (Note 1)	-	
2. <u>N/A</u>	-	
(/ /) shares (Note 1)	-	
3. <u>N/A</u>	-	
(/ /) shares (Note 1)	-	
Total D. (Ordinary shares)		
(Preference shares) (Other class)	N/A N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Image: State in the second state is the second state is state in the second state is state is the second state is the second state is the second state is state is the s	Oti	her Movements in	n Issued Share (<u>Capital</u>				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
I. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)^{-1}$) (d/mm/yyyy) EGM approval date: (d/mm/yyyy) $(///)^{-1}$) (d/mm/yyyy) N/A N/A 2. Open offer At price : State currency Class of shares issuable (Note 1)		Type of Issue							month
1. Rights issue At price : currency currency date : (dd/mm/yyyy) EGM approval date: (/ /)									
(dd/mm/yyyy) = N/A = N/A $(dd/mm/yyyy) = N/A = N/A$ $(N/A = N/A = N/A$ $(N/A = N/A = N/$	1.	Rights issue	At price :			(/ /)		
2. Open offer At price : State currency Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue and allotment (///) Issue (///) Issue and allotment (///) Issue and allotment (///) Issue (///) Issue and allotment (///) Issue (///) Issue (///) Issue and allotment (///) Issue and allotment (///) Issue (///) Issue and allotment (///) Issue and allotment (///) Issue (///) Issue and allotment (///) Issue and allotment (///) Issue (///) Issue and allotment (///) Issue (///) Issue (///) </td <td></td> <td></td> <td></td> <td></td> <td></td> <td>(/ /</td> <td>)</td> <td>NI/A</td> <td>NT/A</td>						(/ /)	NI/A	NT/A
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: $(///)$ N/A N/A 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) N/A N/A 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)$ N/A N/A 4. Bonus issue Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) $(///)$ N/A N/A 4. Bonus issue Class of shares issuable (Mote 1) Issue and allotment date : (dd/mm/yyy) $(///)$ EGM approval date: $(///)$								N/A	
2. Open other At price : currency $(dd/mn/yyy)$ EGM approval date: $(dd/mn/yyy)$ EGM approval date: (dd/mn/yyyy) N/A $N/AN/A$ $N/AN/A$ $N/AN/A$ $N/AN/A$ $N/AM/A$ $N/AM/A$ $N/AM/A$ $N/AM/A$ $N/AM/A$ $N/AM/A$ $N/AM/A$ $N/AM/A$ $M/AM/A$ $M/AM/AM/A$ $M/AM/AM/A$ M/AM									
$\frac{(d/mm'yyyy)}{(d/mm'yyyy)} \underbrace{N/A N/A}_{(d/mm'yyyy)} \underbrace{N/A N/A}_{(d/mm'yyyy)}$ 3. Placing At price : $\underbrace{State}_{currency}$ Issue and allotment $(///)$ $\operatorname{EGM}_{approval date:} (///)$ $(d/mm'yyyy)$ $\underbrace{N/A N/A}_{(d/mm'yyyy)}$ 4. Bonus issue $\underbrace{Issue}_{date: (d/mm'yyyy)}$ $\operatorname{EGM}_{approval date:} (///)$ $\operatorname{EGM}_{date: (d/mm'yyyy)}$ $\operatorname{EGM}_{date: (d/mm'yyyy)}$ $\operatorname{EGM}_{date: (d/mm'yyyy)}$	2.	Open offer	At price :			(/ /)		
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) $(/ /)$ EGM approval date: (dd/mm/yyyy) $(/ /)$ N/A N/A 4. Bonus issue Class of shares issuable (Note 1) $(/ /)$ Issue and allotment (Note 1) $(/ /)$ EGM approval date: (Note 1) $(/ /)$ EGM approval date: (Note 1) $(/ /)$ EGM approval date: (dd/mm/yyyy) $(/ /)$						(/ /)	N/A	N/A
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) $(/ /)$ EGM approval date: (dd/mm/yyyy) $(/ /)$ N/A N/A 4. Bonus issue Issue and allotment (Note 1) $(/ /)$ Issue and allotment (Note 1) $(/ /)$ 4. Bonus issue Issue and allotment (Note 1) $(/ /)$ Issue and allotment (Note 1) $(/ /)$ EGM approval date: (Note 1) Issue and allotment (Note 1) $(/ /)$ Issue and allotment (Note 1)					Class of shares issuable				
3. Placing At price : currency Instead and modulation of the second date: (d/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 4. Bonus issue Issue and allotment (/ /) Issue and allotment (/ /) Issue and allotment (/ /) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /)									
(dd/mm/yyyy) N/A N/A N/A N/A N/A (dd/mm/yyyy) N/A N/A 4. Bonus issue Issue and allotment (// /) date : (dd/mm/yyyy) (// /) (dd/mm/yyyy) EGM approval date: (// /) (dd/mm/yyyy)	3.	Placing	At price :						
Class of shares issuable					EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment (/ /) (date : (dd/mm/yyyy)) EGM approval date: (/ /) (dd/mm/yyyy)									
4. Bonus issue date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)									
(dd/mm/yyyy)	4.	Bonus issue				(/ /)		
						(/ /)	NT / A	NT / A
								IN/A	IN/A

	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
	51							
				Class of shares issuable (<i>Note 1</i>)				
5.	Scrip dividend	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		N T / A
							<u>N/A</u>	N/A
				Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

	Type of Issue					is	No. of new shares of suer 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 (<i>Note 1</i>)				
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
					(Ordinary s Preference s (Other	hares)	Nil N/A N/A	- - -

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil				
	(2)	N/A				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A				
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A				
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)						

Remarks (if any):

On 5 January 2017, the Company entered into a subscription agreement with Phoenix Green Limited (the "**Subscriber**"), pursuant to which the Subscriber had agreed to subscribe for, and the Company had conditionally agreed to issue, 10% guaranteed convertible bond due 2019 (the "**Convertible Bond**") in an aggregate principal amount of HK\$100,000,000, at its principal amount convertible into totaling 50,000,000 ordinary shares at an initial conversion price of HK\$2.00 per share from the date of issue up to the date which is 15 business days before the expiry of the second anniversary from the date of issue. The Convertible Bond with an aggregate principal amount of HK\$100,000,000 was issued to the Subscriber on 11 January 2017.

Submitted by : Lau Fan Yu

 Title
 Company Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.