

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | | 29/02/2020 | | | | | | | |
|---|----------|------------------------|----------------------------------|---|--|--|--|--|--|
| To : Hong Kong Exchanges and Clearing Limited | | | | | | | | | |
| Midland IC&I Limited Name of Issuer (Incorporated in the Cayman Islands with limited liability) Oate Submitted 04/03/2020 | | | | | | | | | |
| I. Movements in Authorised Share Capital | | | | | | | | | |
| 1. Ordinary Shares | | | | | | | | | |
| (1) Stock code : <u>459</u> | _Descrip | otion: Ordinary | shares | | | | | | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | | | | |
| Balance at close of preceding | g month | 5,000,000,000 | HK\$0.1 | HK\$500,000,000 | | | | | |
| Increase/(decrease) | | Nil | | Nil | | | | | |
| Balance at close of the mont | h | 5,000,000,000 | HK\$0.1 | HK\$500,000,000 | | | | | |
| (2) Stock code : N/A | _Descrip | otion : | | | | | | | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | | | | |
| Balance at close of preceding | g month | | | | | | | | |
| Increase/(decrease) | | | | | | | | | |
| Balance at close of the mont | h | | | | | | | | |

| 2. Preference Snares | | | |
|---|--------------------------------|----------------------------------|---|
| Stock code : <u>N/A</u> Descrip | tion : | | |
| | 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 Descrip | tion : | | |
| | No. of other classes of shares | Par value (State currency) | capital |
| Balance at close of preceding month_ | | - <u></u> | |
| Increase/(decrease) | | _ | |
| Balance at close of the month | | | |
| Total authorised share capital at the e | nd of the month | (State | |

HK\$500,000,000

currency):

II. Movements in Issued Share Capital

| | No. of ordinary shares (1) (2) | | No of preference | No. of other | |
|--|--------------------------------|--|------------------|-------------------|--|
| | | | shares | classes of shares | |
| Balance at close of preceding month | 1,805,282,608 | | | | |
| Increase/ (decrease) during the month | | | _ | | |
| Balance at close of the month | 1,805,282,608 | | <u> </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 option scheme shares of issuer issuer which may be including EGM issued pursuant issued during thereto as at close of approval date the month Movement during the month (dd/mm/yyyy) and the month pursuant class of shares thereto issuable Granted Exercised Cancelled Lapsed 1. N/A shares (Note 1) shares (Note 1) shares (Note 1) Total A. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) Nil

| Warrants to Issue Shares of the | e Issuer which | are to be Listed | | | | |
|---|---------------------------------|--|----------------------------------|---|---|---|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. N/A | | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | <u>.</u> | | | |
| <u>2.</u> | | | | | | |
| | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | | · - |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| 3. | | | | | | |
| | | | | | | |
| Class of shares issuable (Note 1) | | | - | | | |
| Subscription price EGM approval date | | | - | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) 4. | (/ / |) | | | | |
| (/ /) | | | | | | <u> </u> |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | - | | | |
| EGM approval date | | | - | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| | | - | . (0 " | \ | N I'' | |
| | | Total E | | ary shares) ice shares) | Nil N/A | _ |
| | | | | other class) | N/A N/A | _ |
| | | | (0 | | | = |

| Convertibles (i.e. Convertible | e into Shares of the | ne Issuer whi | ch are to be Liste | ed) | | |
|---|--------------------------------------|------------------------------------|----------------------------------|------------------------------|--|---|
| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. Convertible note | <u></u> | | | | | |
| | <u> </u> | | | | | |
| | | | | | | |
| Otto Landa ("Clinta I) | HK\$ | 200,000,000 | Nil | 200,000,000 | Nil | 434,782,608 |
| Stock code (if listed) Class of shares | N/A | | | | | |
| issuable (Note 1) | Ordinary shares | 3 | | | | |
| Subscription price | HK\$0.46 | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | (00/00/0047) | | | | | |
| (dd/mm/yyyy)) | (06/03/2017) | | | | | |
| 2. | _ | | | | | |
| | <u> </u> | | | | | |
| | | | | | | |
| Stock code (if listed) | <u> </u> | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| 3. | | | | | | |
| | <u></u> | | | | | |
| | <u> </u> | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| 4. | <u></u> | | | | | |
| | <u> </u> | | | | | |
| | <u>—</u> | | | | | |
| Stock code (if listed) | _ | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (ii applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | , , , | | Total C. (Ordina | ry shares) | Nil | |
| | | | (Preferen | ce shares) | N/A | - - |
| | | | (O | ther class) | 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) No. of new shares No. of new shares of of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of Full particulars including EGM approval date (dd/mm/yyyy), the month if applicable, and class of shares issuable: 1. N/A shares (Note 1) shares (Note 1) shares (Note 1) Total D. (Ordinary shares) Nil (Preference shares) N/A

(Other class)

N/A

| Type of Issue Rights issue | At price : | State currency | Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) | | <u>\\/A</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 month |
|----------------------------|------------|--------------------|---|--|-------------------------------------|---|---|
| | At price : | | issuable (Note 1) Issue and allotment | 1 | <u>\/A</u> | | |
| Rights issue | At price : | | issuable (Note 1) Issue and allotment | <u>r</u> | <u> </u> | | |
| Rights issue | At price : | | | | | | |
| | | | (| (/ | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | | |
| | | | | | | | _ |
| | | | Class of shares | <u></u> | <u></u> | | |
| | | | issuable (Note 1) | | | | |
| Open offer | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | | |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | <u></u> | <u>\/A</u> | | |
| Placing | At price : | State | Issue and allotment date : (dd/mm/yyyy) | (/ | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | | |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | <u>1</u> | <u>\/A</u> | | |
| Bonus issue | | | Issue and allotment date : (dd/mm/yyyy) | (/ | /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | | |
| | Placing | Placing At price : | Placing At price : State | issuable (Note 1) Open offer At price: State currency Class of shares issuable (Note 1) Placing At price: State currency Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: | Open offer At price: State currency | Open offer At price: State currency Busue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (Note 1) Placing At price: State currency Busue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable: (/ /) Class of shares issuable: (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable: (/ /) EGM approval date: (/ /) Bonus issue | State currency Issue and allotment date: (dd/mm/yyyy) (/ /) |

| | Time of leave | | | | | | 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 |
|----|----------------------|------------|--------------------|---|-------|---|---|---|
| | Type of Issue | | | Class of shares | N/A | | | month |
| | | | | issuable (Note 1) | | | | |
| 5. | Scrip dividend | At price : | State currency ——— | Issue and allotment date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares repurchased (Note 1) | N/A | | | |
| 6. | Repurchase of shares | | | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares redeemed (Note 1) | N/A | | | |
| 7. | Redemption of shares | | | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | N/A | | | |
| 8. | Consideration issue | At price : | State currency ——— | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |

| Type of Issue | | shares of issuer issued during the month pursuant thereto | shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---|---|--|
| | Class of shares <u>N/A</u> | | |
| | issuable (Note 1) | | |
| 9. Capital reorganisation | Issue and allotment date : (dd/mm/yyyy) (/ /) | | |
| | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | - |
| | Class of shares <u>N/A</u> issuable (Note 1) | | |
| 10. Other (Please specify) At price : State currency | Issue and allotment (/ /) date : (dd/mm/yyyy) | | |
| | EGM approval date: (/ /) (dd/mm/yyyy) | | |
| | Total E. (Ordinal | ry | |
| | share: (Preference share: | s) <u>Nil</u> | - |
| | (Other class | | - - |
| | | | |
| Total increase / (decrease) in ordinary shares dur | ring the month (i.e. Total of A to E): (| 1) | Nil |
| | (| 2) | N/A |
| Total increase / (decrease) in preference shares of | during the month (i.e. Total of A to E): | | N/A |
| Total increase / (decrease) in other classes of sha E): | ares during the month (i.e. Total of A to |) | N/A |
| (These figures should be the same as the releval Capital").) | nt figures under II above ("Movements | in Issued St | nare |

IV. Confirmations – N/A

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

| (iv) | all the securities of each class are in all respects identical (Note 3); | |
|--------|---|--|
| (v) | all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements; | |
| (vi) | all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue; | |
| (vii) | completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and | |
| (viii) | the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies. | |
| Rema | arks (if any): | |
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| | | |
| | | |
| Subm | nitted by: MUI Ngar May, Joel | |
| Title: | Company Secretary (Director, Secretary or other duly authorised officer) | |
| | | |

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.