



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/04/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Amax International Holdings Limited

Date Submitted 4 May 2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | |
|---|--------------------|---------------|---------------------------|---|
| (1) Stock code : | <u>959</u> | Description : | <u>Ordinary Shares</u> | |
| | | | No. of ordinary shares | Par value (HK\$) |
| | | | | Authorised share capital (HK\$) |
| Balance at close of preceding month | <u>400,000,000</u> | | <u>0.20</u> | <u>80,000,000</u> |
| Increase/(decrease) | <u>0</u> | | | <u>0</u> |
| <i>(with effect from 3 March 2014, relevant concepts such as nominal (par) value and requirement for authorised capital have been abolished under the New Companies Ordinance.)</i> | | | | |
| Balance at close of the month | <u>400,000,000</u> | | <u>0.20</u> | <u>80,000,000</u> |
| (2) Stock code : | <u>N/A</u> | Description : | | |
| | | | No. of ordinary shares | Par value (State currency) |
| | | | | Authorised share capital (State currency) |
| Balance at close of preceding month | | | | |
| Increase/(decrease) | | | | |
| Balance at close of the month | | | | |

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>277,732,786</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>0</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>277,732,786</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|-----------------------------------|----------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| <u>1. Share Option Scheme adopted on</u> | | | | | | |
| <u>(12/09/2012)</u> | | | | | | |
| <u>Ordinary shares</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>8,950,000</u> |
| <i>(Note 1)</i> | | | | | | |
| <u>2.</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| <u>shares</u> | | | | | | |
| <i>(Note 1)</i> | | | | | | |
| <u>3.</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| <u>shares</u> | | | | | | |
| <i>(Note 1)</i> | | | | | | |
| | | | <u>Total A. (Ordinary shares)</u> | | <u>0</u> | |
| | | | <u>(Preference shares)</u> | | <u>N/A</u> | |
| | | | <u>(Other class)</u> | | <u>N/A</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | <u>0</u> | | |

Warrants to Issue Shares of the 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 (<i>Note 1</i>) | | | | | | |
| 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 (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 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) | | (/ /) | | | | |
| | | | | Total B. (Ordinary shares) | N/A | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |

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

| 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. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| 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 (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 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) | (/ /) | | | | | |
| Total C. (Ordinary shares) | | | | | N/A | |
| (Preference shares) | | | | | N/A | |
| (Other class) | | | | | N/A | |

Other Movements in Issued Share Capital

| 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 |
|---------------|--------------|------------|----------------------|--|--|---|
| 1. | Rights issue | At price : | State currency _____ | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | <u>N/A</u> (/ /) (/ /) | _____ |
| 2. | Open offer | At price : | State currency _____ | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | <u>N/A</u> (/ /) (/ /) | _____ |
| 3. | Placing | At price : | State currency _____ | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | <u>N/A</u> (/ /) (/ /) | _____ |
| 4. | Bonus issue | | | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | <u>N/A</u> (/ /) (/ /) | _____ |

For Main Board and GEM listed issuers

| 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 |
|---------------|----------------------|------------|--------------------------------|---|---|
| 5. | Scrip dividend | At price : | State currency _____ | Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | |
| 6. | Repurchase of shares | | | Class of shares repurchased (Note 1) <u>N/A</u> Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | |
| 7. | Redemption of shares | | | Class of shares redeemed (Note 1) <u>N/A</u> Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | |
| 8. | Consideration issue | At price : | State currency <u>HK\$1.30</u> | Class of shares issuable (Note 1) <u>Ordinary</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | - |
| | | | | | <u>14,800,000</u> |

For Main Board and GEM listed issuers

| 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 |
|----------------------------|--|--|---|
| 9. Capital reorganisation | <p>Class of shares issuable (Note 1) <u>N/A</u></p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p> | | |
| 10. Other (Please specify) | <p>At price : State currency _____</p> <p>Class of shares issuable (Note 1) <u>N/A</u></p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p> | | |
| | | Total E. (Ordinary shares) | <u>N/A</u> |
| | | (Preference shares) | <u>N/A</u> |
| | | (Other class) | <u>N/A</u> |

| | | |
|---|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>0</u> |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

On 14 October 2014, the Company entered into a Sale and Purchase Agreement with a Vendor, pursuant to which the Company has conditionally agreed to acquire and the Vendor has conditionally agreed to sell 6,000 shares representing 60% of the total issued and paid up capital of Forenzia Enterprises Limited at a total consideration of HK\$48,100,000.

The total consideration shall be payable by the Company to the Vendor by way of issuing Consideration Shares by the following schedule:

(i) 22,200,000 of the Consideration Shares had been issued and allotted to the Vendor upon the completion of the Acquisition on 11 November 2014; and

(ii) 14,800,000 of the Consideration Shares will be issued and allotted to the Vendor within 6 months after the commencement of operation of the online casino.

(Please refer to the announcements dated 14 October 2014 and 11 November 2014 for details)

Submitted by: NG Man Sun

Title: Director
(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.*