HKEX
香港交易所

Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 30 September 2024 Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: EV DYNAMICS (HOLDINGS) LIMITED

Date Submitted: 07 October 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00476	Description				

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	50,000,000,000	HKD	0.01	HKD	500,000,000
Increase / decrease (-)	0			HKD	0
Balance at close of the month	50,000,000,000	HKD	0.01	HKD	500,000,000

Total authorised/registered share capital at the end of the month: HKD 500,000,000

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00476	Description				

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	927,967,897	0	927,967,897
Increase / decrease (-)	0	0	
Balance at close of the month	927,967,897	0	927,967,897

III. Details of Movements in Issued Shares and/or Treasury Shares

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

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00476	Description				

Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month
1).	Share Option Scheme	89,010,000	Lapsed	-18,000,000	71,010,000	0	0	71,010,000	0
General Meeting approval date (if applicable)	30 August 2013								
2).	Share Option Scheme	0		0	0	0	0	0	92,796,789
General Meeting approval date (if applicable)	29 August 2023								

Increase in issued shares (excluding treasury shares): 0 Ordinary shares (AA1)

Decrease in treasury shares: 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: HKD 0

(B). Warrants to Issue Shares of the Issuer	Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00476	Description				

	Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month			Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	Convertible Notes (Maturity Date - 12/9/2026)	HKD	0	Issued	5,000,000		5,000,000	0	0	0

Type of the Convertibles	Bond/Notes
Stock code of the Convertibles (if listed on the Exchange) (Note 1)	
Subscription/Conversion price	HKD 0.1
General Meeting approval date (if applicable)	15 August 2024

Increase in issued shares (excluding treasury shares):	0	Ordinary shares (CC1)
Decrease in treasury shares:	0	Ordinary shares (CC2)

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00476	Description				

	Description of other agreements or arrangements	General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	The Board proposes to implement the Capital Reorganisation for the purpose of reducing the par value of each Existing Share, pursuant to which: (i) the issued share capital of the Company will be reduced by cancelling the paid-up share capital of the Company to the extent of HK$0.09 on each of the issued Shares such that the par value of each issued Share will be reduced from HK$0.10 to HK$0.01; (ii) the credit arising from the Capital Reduction be applied towards offsetting accumulated loss of the Company as at the effective date of the Capital Reorganisation, thereby reducing the accumulated loss of the Company; and (iii) immediately following the Capital Reduction, each of the authorised but unissued Shares of par value of HK$0.10 each in the authorised share capital of the Company will be subdivided into ten (10) authorised but unissued Adjusted Shares of par value of HK$0.01 each. The Board proposes, subject to the Capital Reorganisation becoming effective, to conduct the Rights Issue on the basis of three (3) Rights Shares for every two (2) Adjusted Shares held as at the Record Date at the Subscription Price of HK$0.095 per Rights Share, to raise up to (i) approximately HK$132.2 million before expenses by way of issuing up to 1,391,951,844 Rights Shares (assuming there is no change in the total number of issued Shares from the date of this announcement up to and including the Record Date other than as a result of the Capital Reorganisation); or (ii) approximately HK$144.9 million before expenses by way of issuing up to 1,525,466,844 Rights Shares (assuming there is no change in the total number of issued Shares from the date of this announcement up to and including the Record Date other than as a result of the Capital Reorganisation and the new Shares to be allotted and issued upon the full exercise of the outstanding Share Options). Capital Reorganisation and Rights Issue were approved at SGM held on 15 August 2024. For details, please refer to the Company's announcement dated 26 June 2024, the Company's circular dated 26 July 2024 and Company's prospectus dated 29 August 2024.	15 August 2024	0	0	1,391,951,844
2).	The Board proposes that every five (5) Existing Shares in the issued and unissued share capital of the Company be consolidated into one (1) Consolidated Share and to round down the number of Consolidated Shares in the issued share capital of the Company to the nearest whole number by disregarding each and every fractional Consolidated Share which would otherwise arise therefrom. Share Consolidation is subject to approval at SGM to be held on 11 November 2024. For details, please refer to the Company's announcement dated 12 September 2024	11 November 2024	0	0	0

Increase in issued shares (excluding treasury shares): 0 Ordinary shares (DD1)

Decrease in treasury shares: 0 Ordinary shares (DD2)

(E). Other Movements in Issued Shares and/or Treasury Shares Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	0	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares

IV. Information about Hong Kong Depositary Receipt (HDR)

Not applicable

V. Confirmations Not applicable

Submitted by: Cheung Ngan

Title: Director

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.

2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".

   In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".

3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.

4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.

5. “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.