



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

**For the month ended (dd/mm/yyyy) :** 31/12/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Timeless Software Limited

Date Submitted 3/1/2017

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|   |                        |  |   |
|---|------------------------|--|---|
| (1) Stock code : <u>8028</u> Description : <u>N/A</u> |                        |  |   |
|   | No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                   | _____                  | _____                                  | _____   |
| Increase/(decrease)                                   | _____                  | _____                                  | _____   |
| Balance at close of the month                         | _____                  | _____                                  | _____   |
| (2) Stock code : <u>N/A</u> Description : _____       |                        |  |   |
|   | No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                   | _____                  | _____                                  | _____   |
| Increase/(decrease)                                   | _____                  | _____                                  | _____   |
| Balance at close of the month                         | _____                  | _____                                  | _____   |

## 2. Preference Shares

|                                     |                    |                          |  |   |
|-------------------------------------|--------------------|--------------------------|--|---|
| Stock code :                        | <u>    N/A    </u> | Description :            | _____                                  |   |
|                                     |                    | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____              | _____                    | _____                                  | _____   |
| Increase/(decrease)                 | _____              | _____                    | _____                                  | _____   |
| Balance at close of the month       | _____              | _____                    | _____                                  | _____   |

## 3. Other Classes of Shares

|                                     |                    |                                |  |   |
|-------------------------------------|--------------------|--------------------------------|--|---|
| Stock code :                        | <u>    N/A    </u> | Description :                  | _____                                  |   |
|                                     |                    | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____              | _____                          | _____                                  | _____   |
| Increase/(decrease)                 | _____              | _____                          | _____                                  | _____   |
| Balance at close of the month       | _____              | _____                          | _____                                  | _____   |

Total authorised share capital at the end of the month (*State Currency*) :

N/A

\_\_\_\_\_



Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                             | Currency<br>of nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | 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.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           | ( / / )                         |   |                                  |   |  |  |
| 2.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           | ( / / )                         |   |                                  |   |  |  |
| 3.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           | ( / / )                         |   |                                  |   |  |  |
| 4.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           | ( / / )                         |   |                                  |   |  |  |
| Total B. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |                                 |   |                                  |   |  |  |





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 _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                       | _____  | _____   |
| 2.            | Open offer   | At price : State currency _____            | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                       | _____  | _____   |
| 3.            | Placing      | At price : State currency <u>HK\$0.095</u> | Class of shares issuable <u>Ordinary shares</u><br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) (30/12/2016)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | <u>425,000,000</u>   | <u>-</u>  |
| 4.            | Bonus issue  |  | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                       | _____  | _____   |

| 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____   |
| 6.            | Repurchase of shares                                | Class of shares repurchased _____<br><i>(Note 1)</i><br>Cancellation date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)  | _____   |
| 7.            | Redemption of shares                                | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)       | _____   |
| 8.            | Consideration issue At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____   |



| 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  | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____                                    | ( / / )  | ( / / )   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
|                            |  | Total E. (Ordinary shares)   | <u>425,000,000</u>  |
|                            |  | (Preference shares)  | _____   |
|                            |  | (Other class)  | _____   |

|   |     |                    |
|---|-----|--------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <u>425,000,000</u> |
|   | (2) | <u>0</u>           |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>0</u>           |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>0</u>           |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |                    |

