# HKEX 香港交易所

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

# For the month ended (dd/mm/yyyy) :

30/11/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Niraku GC Holdings, Inc.
Date Submitted	04/12/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>1245</u> Descrip	otion : <u>Common</u>	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	2,000,000,000	(Note 1)	(Note 1)
Increase/(decrease)	<u> </u>		<u> </u>
Balance at close of the month	2,000,000,000	(Note 1)	(Note 1)
(2) Stock code : <u>N/A</u> Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	capital
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

### 2. Preference Shares

Stock code :	N/A	_Descript	tion :		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedin	g month		<u> </u>	
Increase/(decre	ease)	-		-	
Balance at clos	e of the mont	h _			

### 3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedin	g month			
Increase/(decre	ease)	-			
Balance at clos	e of the mon	.h _			

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

N/A(Note 1)

II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	1,195,850,460	<u> </u>	<u> </u>	<u> </u>		
Increase/ (decrease) during the month			<u> </u>	<u> </u>		
Balance at close of the month	1,195,850,460		<u> </u>			

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opti	ion Schemes c	of the Issuer)			
Particulars of share option						No. of new shares of issuer which may be
scheme					the month pursuant	
including EGM	Ν	Novement duri	ng the month		thereto	thereto as at close of
approval date			ly the month		-	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1. N/A</u>						
·						
<u>( / / )</u>						
shares						
(Note 1)						
2 NI/A						
<u>2. N/A</u>						
shares						
(Note 1)						
3. N/A						
0.107						
shares						
(Note 1)						
(11010-1)		Tota	IA. (Ordina	rv shares)	Nil	
		-	(Preferenc		N/A	
				her class)	N/A	
Total funds raised d	luring the mor	nth from exerci	-			
of options (State cu		-			Nil	

Warrants to Issue Shares of the	e Issuer which	are to b	e Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nomina at clo prece mol	se of eding	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							
			<u> </u>				
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price							
EGM approval date							
(if applicable)							
(dd/mm/yyyy)	( / /	)					
<u>2. N/A</u>							
( / / ) Stock code (if listed)							
Stock code (if listed) Class of shares							
iccuchla (Nata 1)							
Subscription price							
EGM approval date							
(if applicable)	, , ,	``					
(dd/mm/yyyy)	( / /	)					
<u>3. N/A</u>							
·							
							· · · · · · · · · · · · · · · · · · ·
Stock code (if listed)							
Class of shares							
EGM approval date							
(if applicable) (dd/mm/yyyy)	( / /	)					
<u>4. N/A</u>	\ <i>', '</i>	/					
( / / )							
Stock code (if listed)							
Class of shares							
Subscription price EGM approval date							
(if applicable)							
	( / /	)					
				( <b>0</b> "			
			Total B	. (Urdina	ary shares)	Nil	
					ce shares)		
				(U	other class)	IN/A	-

Convertibles (i.e. Convertible	into Shares of th	e Issuer which	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
<u>1. N/A</u>	_					
	_					
	_					
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 (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A						
	_					
Subscription price EGM approval date (if applicable)	( / / )					
	_					
Subscription price EGM approval date (if applicable)	( / / )				Nil	
		I.	otal C. (Ordina Preferen	ce shares)	NII N/A	
				ther class)		

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	er which are to be Liste	≥d, including
	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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		the month
1. <u>N/A</u>		
( / / ) shares (Note 1)		
2. <u>N/A</u>		
shares (Note 1)		
3. N/A		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	
(Other class)	N/A	

Oth	ner Movements	in Issued Sha	re 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
	Type of 133de							
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State	Issue and allotment	( / /	)		
<u>د.</u>		At price .	currency	date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( , ,	,	N/A	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				(22,			<u>          N/A</u>	N/A
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N1/A	N1/A
							<u> </u>	<u> </u>

	No. of new	No. of new
	shares of	shares of
	issuer	issuer which
	issued	may be
	during the	issued
	month	pursuant
	pursuant	thereto as at
	thereto	close of the
Type of Issue		month

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

Туре	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. Capi reorg	ital ganisation		Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy)	s ( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	<u> </u>
10. Othe (Plea	er ase specify) At price :	State	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	3 ( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Total (Prei		ares ares	) <u>Nil</u> ) 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").)				

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.

Remarks (if any):

Note 1 – The Company is incorporated in Japan and there is no specific value of authorised and issued share capital as the concept of share with par value has been abolished under the Japan Companies Act.

Submitted by: YIU Wai Man Karen

Title: <u>Joint Company Secretary</u> (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.