

Monthly Return of Equity Issuer on Movements in Securities

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

31/05/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	
Date Submitted	

Cathay Media and Education Group Inc. (Incorporated in the Cayman Islands with limited liability) 01/06/2021

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>01981</u> Desc	ription : Ordin	nary Shares	
	No. of ordinary shares	Par value (US\$)	Authorised share capital (US\$)
Balance at close of preceding month	5,000,000,000	0.00001	50,000
Increase/(decrease)	N/A	-	N/A
Balance at close of the month	5,000,000,000	0.00001	50,000
(2) Stock code : <u>N/A</u> Desc	ription :	N//	4
(2) Stock code : <u>N/A</u> Desc	ription : No. of ordinary shares	N// Par value (State currency)	A Authorised share capital (State currency)
(2) Stock code : <u>N/A</u> Desc Balance at close of preceding month	No. of ordinary	Par value	Authorised share capital
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)

2. Preference Shares

Stock code :	N/A Descri	ption :	N/A	
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prec	eding month	N/A	N/A	N/A
Increase/(decrease)		N/A		N/A
Balance at close of the r	nonth	N/A	N/A	N/A
3. Other Classes of Sha	res			
Stock code :	N/A Descri	ption :	N/A	
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prec	eding month	N/A	N/A	N/A
Increase/(decrease)		N/A		N/A
Balance at close of the r	nonth	N/A	N/A	N/A

Total authorised share capital at the end of the month (US\$): 50,000

II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	1,660,000,000	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	<u>N/A</u>	N/A	N/A
Balance at close of the month	1,660,000,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM			/		No. of new shares of issuer issued during the	No. of new shares of issuer which may be issued
approval date	N	lovement du	ring the month		month pursuant	pursuant thereto
(dd/mm/yyyy) and —					thereto	as at close of the
class of shares						month
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1. N/A</u>						
shares						
<u>2. N/A</u>						
shares						
3. N/A						
(/ /)						
shares			·			
(Note 1)						
		_			N 111	
			Total A. (Ordir			_
				nce shares) Other class)		_
Total funds raised during t	be month fro	movercise	(IN/A	
of options (State currency			Nil			
	/		<u></u>			

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)	()))				
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)	(/ /)				
<u>3. N/A</u>						
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
(if applicable) (dd/mm/yyyy) 4. N/A)				
<pre>(/ /) Stock code (if listed) Class of shares</pre>						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
		Total	(Prefere	nary shares) <u>Nil</u> nce shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertib	ble into Shares	of the Issue	r which are to I	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
<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))	(/ /)					
<u>2. N/A</u>						
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
<u>3. N/A</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)	, , , , 、					
	(/ /)					
<u>4. N/A</u>						
	_					
	_					
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)		Total C. (Ordina	arv shares) Nil		
			(Preferen	ce shares) N/A	١	-
			(O	ther class) N/A		-

Any other Agreements or Arrangements to Issue Shares of the including Options (other than under Share Option Schemes)	e Issuer which are to	be Listed,
	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</u> /A	-	
	-	
shares (Note 1)		
3. <u>N</u> /A		
	-	
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	
(Other class)	N/A	

	her Movements						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)	(/ /)	N/A	N/A
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)	(/ /)	N/A	N/A
3.	Placing	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)	(/ /)	N/A	N/A
4.	Bonus issue			Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

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

	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
				Class of shares issuable (Note 1)	;				
9.	Capital reorganisation			lssue and allotment date : (dd/mm/yyyy)	()		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
10	Other			Class of shares issuable (Note 1)	;				
10.	Other (Please specify)	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	()		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
					erer	ice s		s) Nil 3) N/A 3) 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	A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Moveme Capital").)	nts in Iss	sued Share

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):
N/A		

Tricor Investor Services Limited
Hong Kong Share Registrar etary 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.