

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

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

30/11/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

NetDragon Websoft Holdings Limited

Date Submitted

04/12/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 777

Description : --

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|---|
| Balance at close of preceding month | <u>1,000,000,000</u>      | <u>USD0.01</u>                   | <u>USD10,000,000.00</u>                         |
| Increase/(decrease)                 | <u>--</u>                 |                                  | <u>--</u>                                       |
| Balance at close of the month       | <u>1,000,000,000</u>      | <u>USD0.01</u>                   | <u>USD10,000,000.00</u>                         |

(2) Stock code : --

Description : --

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|---|
| Balance at close of preceding month | <u>--</u>                 | <u>--</u>                        | <u>--</u>                                       |
| Increase/(decrease)                 | <u>--</u>                 |                                  | <u>--</u>                                       |
| Balance at close of the month       | <u>--</u>                 | <u>--</u>                        | <u>--</u>                                       |

## 2. Preference Shares

| Stock code : -- Description : --    |                          |                            |   |
|-------------------------------------|--------------------------|----------------------------|---|
|                                     | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | --                       | --                         | --  |
| Increase/(decrease)                 | --                       |                            | --  |
| Balance at close of the month       | --                       | --                         | --  |

## 3. Other Classes of Shares

| Stock code : -- Description : --    |                                |                            |   |
|-------------------------------------|--------------------------------|----------------------------|---|
|                                     | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| 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) : **USD10,000,000.00**

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## 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>531,135,991</u>     | <u>--</u> | <u>--</u>               | <u>--</u>                      |
| Increase/ (decrease) during the month | <u>10,225</u>          | <u>--</u> | <u>--</u>               | <u>--</u>                      |
| Balance at close of the month         | <u>531,146,216</u>     | <u>--</u> | <u>--</u>               | <u>--</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    |  |   |
| 1. Share Option Scheme adopted on 12/06/2008<br>Ordinary shares  | <u>--</u>                 | <u>10,225</u> | <u>--</u>                  | <u>--</u> | <u>10,225</u>  | <u>2,689,684</u>  |
| (Note 1)   |                           |               |                            |           |  |   |
| 2.<br><br><br>( / / )<br>shares  | <u>--</u>                 | <u>--</u>     | <u>--</u>                  | <u>--</u> | <u>--</u>  | <u>--</u>   |
| (Note 1)   |                           |               |                            |           |  |   |
| 3.<br><br><br>( / / )<br>shares  | <u>--</u>                 | <u>--</u>     | <u>--</u>                  | <u>--</u> | <u>--</u>  | <u>--</u>   |
| (Note 1)   |                           |               |                            |           |  |   |
|  |                           |               | Total A. (Ordinary shares) |           | <u>10,225</u>  |   |
|  |                           |               | (Preference shares)        |           | <u>--</u>  |   |
|  |                           |               | (Other class)              |           | <u>--</u>  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |               |                            |           | <u>HK\$105,401.4</u>   |   |

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<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---------------------------------|--|----------------------------------|---|---|---|
| 1. --   | --                              | --   | --                               | --  | --  | --  |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed) _____  |                                 |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1) _____  |                                 |  |                                  |   |   |   |
| Subscription price _____  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / )                            |                                 |  |                                  |   |   |   |
| 2. --   | --                              | --   | --                               | --  | --  | --  |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed) _____  |                                 |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1) _____  |                                 |  |                                  |   |   |   |
| Subscription price _____  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / )                            |                                 |  |                                  |   |   |   |
| 3. --   | --                              | --   | --                               | --  | --  | --  |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed) _____  |                                 |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1) _____  |                                 |  |                                  |   |   |   |
| Subscription price _____  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / )                            |                                 |  |                                  |   |   |   |
| 4.--  | --                              | --   | --                               | --  | --  | --  |
| ( / / )   |                                 |  |                                  |   |   |   |
| Stock code (if listed) _____  |                                 |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1) _____  |                                 |  |                                  |   |   |   |
| Subscription price _____  |                                 |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / )                            |                                 |  |                                  |   |   |   |
| Total B. (Ordinary shares) -- _____<br>(Preference shares) -- _____<br>(Other class) -- _____ |                                 |  |                                  |   |   |   |

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. --<br>_____<br>_____<br>_____   | --                             | --                                 | --                         | --                           | --   | --  |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 2. --<br>_____<br>_____<br>_____   | --                             | --                                 | --                         | --                           | --   | --  |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 3. --<br>_____<br>_____<br>_____   | --                             | --                                 | --                         | --                           | --   | --  |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 4. --<br>_____<br>_____<br>_____   | --                             | --                                 | --                         | --                           | --   | --  |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| Total C. (Ordinary shares) -- _____<br>(Preference shares) -- _____<br>(Other class) -- _____  |                                |                                    |                            |                              |  |   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | 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. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  | --   | --  |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  | --   | --  |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  | --   | --  |
| Total D. (Ordinary shares)  | --   |   |
| (Preference shares)   | --   |   |
| (Other class)   | --   |   |

Other Movements in Issued Share Capital

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

| 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) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____                                  | ( / / )<br>( / / )<br>--   | --  |
| 6. Repurchase of shares |                                 | Class of shares repurchased (Note 1) _____<br>Cancellation date : _____<br>Shares repurchased but not yet cancelled _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>24/05/2018<br>AGM Approval date                | --  |
| 7. Redemption of shares |                                 | Class of shares redeemed (Note 1) _____<br>Redemption date : _____<br>EGM approval date: _____   | ( / / )<br>( / / )<br>--   | --  |
| 8. Consideration issue  | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____                                  | ( / / )<br>( / / )<br>--   | --  |



| 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 (Note 1)<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 (Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | --   | --  |
| Total E. (Ordinary shares) |  | --   | --  |
| (Preference shares)        |  | --   | --  |
| (Other class)              |  | --   | --  |

|   |     |        |
|---|-----|--------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | 10,225 |
|   | (2) | --     |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | --     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | --     |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |        |

Remarks (if any):

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Submitted by: Lau Hak Kin  
Company Secretary  
Title: \_\_\_\_\_  
(Director, Secretary or other duly authorised officer)

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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.*