



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: 31 July 2025

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Sany Heavy Equipment International Holdings Company Limited

Date Submitted: 04 August 2025

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)	00631	Description				
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	4,461,067,880		HKD	0.1	HKD	446,106,788
Increase / decrease (-)	0				HKD	0
Balance at close of the month	4,461,067,880		HKD	0.1	HKD	446,106,788

2. Class of shares	Preference shares	Type of shares	Other type (specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	Convertible Preference Shares			
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	538,932,120		HKD	0.1	HKD	53,893,212
Increase / decrease (-)	0				HKD	0
Balance at close of the month	538,932,120		HKD	0.1	HKD	53,893,212

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)	00631	Description				
	Number of issued shares (excluding treasury shares)		Number of treasury shares		Total number of issued shares	
Balance at close of preceding month	3,230,704,104		0		3,230,704,104	
Increase / decrease (-)	103,459		0			
Balance at close of the month	3,230,807,563		0		3,230,807,563	

2. Class of shares	Preference shares	Type of shares	Other type(specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	Convertible Preference Shares			
	Number of issued shares (excluding treasury shares)		Number of treasury shares		Total number of issued shares	
Balance at close of preceding month	479,781,034		0		479,781,034	
Increase / decrease (-)	0		0			
Balance at close of the month	479,781,034		0		479,781,034	

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)		00631		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 adopted on 16 February 2013	41,727,049	Exercised - new shares involved		-103,459	41,623,590	103,459		41,623,590	0		
General Meeting approval date (if applicable) 12 December 2017												

2. Class of shares		Ordinary shares		Type of shares	Not applicable		Listed on the Exchange (Note 1)			Yes						
Stock code (if listed)		00631		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).	2023 Share Option Scheme adopted on 11 August 2023												231,058,592			
General Meeting approval date (if applicable) 11 August 2023																

Increase in issued shares (excluding treasury shares): 103,459 Ordinary shares (AA1)

Decrease in treasury shares: Ordinary shares (AA2)

Total funds raised during the month from exercise of options: HKD 764,562.01

Remarks:

The scheme mandate for the 2023 Share Option Scheme and the Amended 2019 Share Award Scheme as approved on 11 August 2023 was 318,860,946. The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month as shown in the table above represents the remaining scheme mandate, which is shared between the 2023 Share Option Scheme and the Amended 2019 Share Award Scheme (see part D of this monthly return).

(B). Warrants to Issue Shares of the Issuer

Not applicable

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

1. Class of shares		Preference shares		Type of shares	Other type (Please specify)		Listed on the Exchange (Note 1)		Yes	
Other type (Please specify)		Convertible Preference Shares								
Stock code (if listed)		00631		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 Preference Shares	HKD	479,781,034		0	479,781,034	0	0	479,781,034	
Type of the Convertibles		Preference Shares								
Stock code of the Convertibles (if listed on the Exchange) (Note 1)										
Subscription/Conversion price		HKD	2.009							
General Meeting approval date (if applicable)		19 December 2014								

Increase in issued shares (excluding treasury shares): _____ 0 Preference shares Convertible Preference Shares (CC1)

Decrease in treasury shares: _____ 0 Preference shares Convertible Preference 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)	00631	Description	Share issuable to be listed on the Exchange			
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).	Share award scheme		11 August 2023	0	0	231,058,592

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

Decrease in treasury shares: 0 Ordinary shares (DD2)

Remarks:

The number of new shares of issuer which may be issued as shown in the table above is the remaining scheme mandate shared between the 2023 Share Option Scheme (see part A of this monthly return) and the Amended 2019 Share Award Scheme.

(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):	103,459	Ordinary shares
Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	0	Preference shares Convertible Preference Shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Preference shares Convertible Preference Shares

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

- (i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares 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 5);
- (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 all 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, sale or transfer;
- (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.

Submitted by: Yu Leung Fai

Title: Joint company secretary

(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.