

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2018

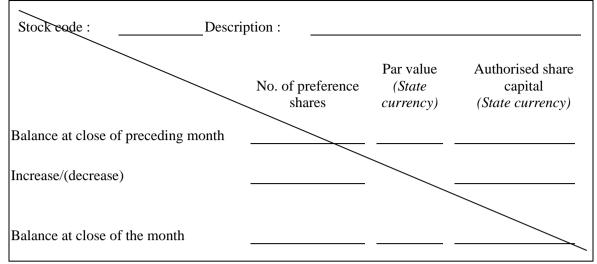
To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Victory City International Holdings Limited
Date Submitted	02/03/2018

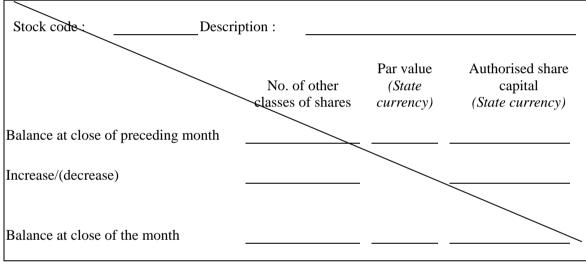
I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00539</u> Descri	iption : <u>Ordinary</u>	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	40,000,000,000	<u>HK\$0.01</u>	HK\$400,000,000
Increase/(decrease)	<u>N/A</u>	N/A	<u>N/A</u>
Balance at close of the month	40,000,000,000	<u>HK\$0.01</u>	HK\$400,000,000
(2) Stock sode : Descri	iption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares



3. Other Classes of Shares



 Total authorised share capital at the end of the month (State currency) :
 HK\$400,000,000

II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month Increase/ (decrease) during the month	5,031,744,205				
Balance at close of the month	5,031,744,205				

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM approval date (d/mm/yyyy) and Class of shares issuable Granted I. Share Option Scheme adopted on Date of grant: 12/10/2016 Ordinary shares (Note 1) 2. Exercise Price: HKS (//) Ordinary shares (Note 1) 3. Exercise Price: HKS (//) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise of options (State currency)	Share Options (under S	Share Option S	chemes of the Iss	uer)			
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Ordinary shares							
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Total A. (Ordinary shares) (Preference shares) (Other class)							
(Preference shares) (Other class)	(Note 1)						
(Other class)				Total A. (Or	dinary shares)		
(Other class)				(Pref	erence shares)	$\overline{}$	
Total funds raised during the month from exercise of					,	$\overline{}$	
	Total funds raised durin	ng the month f	rom exercise of		(

Share Options (under Share Option Schemes of the Issuer)

warrants to issue phares of the	issuer which a	ie to be Listed				
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	during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
(Date of expiry - //) Stock code (if listed) Class of shares						
issuable (<i>Note 1</i>) Subscription price						
AGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
2.						
(/ /) Stock code (if listed)		·				
Class of shares issuable (<i>Note 1</i>)		\backslash				
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /					
3.		/	\backslash			
			\backslash			
(/ /) Stock code (if listed) Class of shares						
issuable (<i>Note 1</i>) Subscription price				\backslash		
EGM approval date						
(if applicable) (dd/mm/yyyy)	(]])				
4.	(/ /)				
				\	\backslash	
(/ /) Stock code (if listed)						
Class of shares					\backslash	
issuable (<i>Note 1</i>) Subscription price					\ \	\backslash
EGM approval date						\backslash
(if applicable) (dd/mm/yyyy)	_(_ / _/)				\setminus

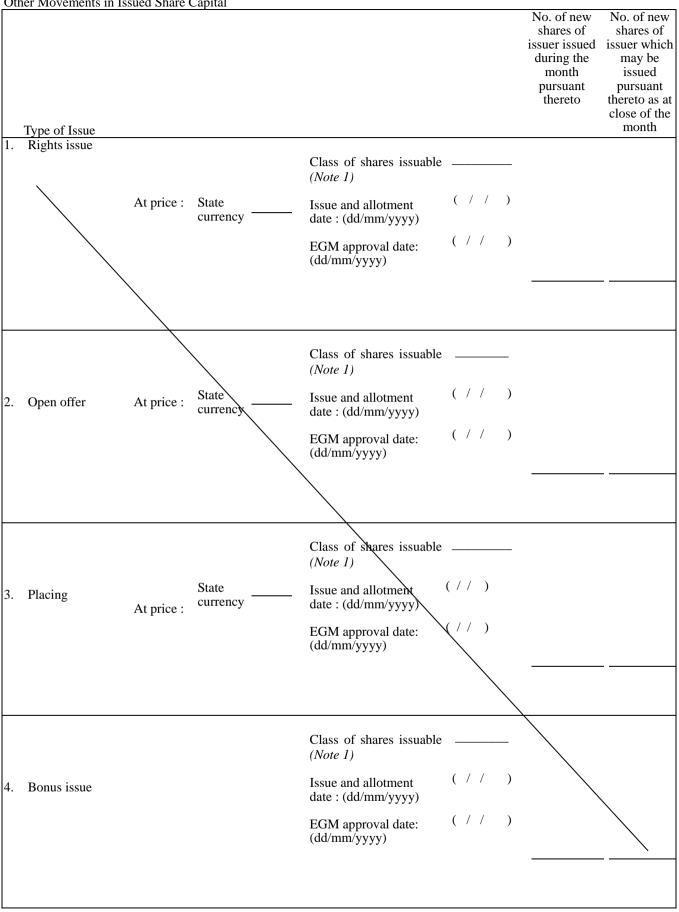
				For Main	Board and GI	EM listed issuers
					No. of new	No. of new
					shares of	shares of
					issuer issued	issuer which
					during the	may be issued
					month	pursuant
		Nominal value			pursuant	thereto as at
	Currency	at close of	Exercised	Nominal value	thereto	close of the
Description of warrants	of nominal	preceding	during the	at close of the		month
(Date of expiry - dd/mm/yyyy)	value	month	month	month		
		Total E	B. (Ordin	ary shares)		
			(Preferen	nce shares)		
			(C	Other class)		
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For Main Board and GEM listed issuers

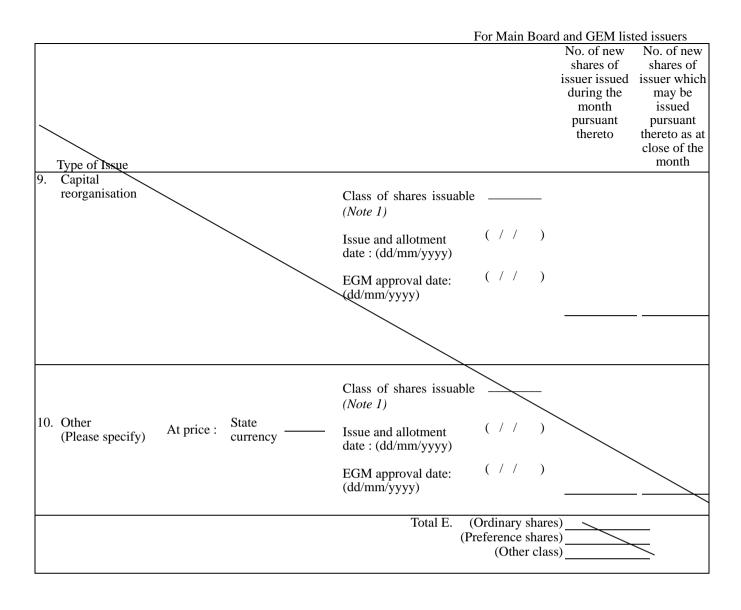
Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer which issuer issued during the may be issued month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. Convertible Bonds issued pursuant to the Subscription Agreement dated 25 April 2017 and the Supplemental Deed dated 10 July 2017 400,000,000 -400,000,000 -1,333,333,334 HK\$ Stock code (if listed) N/A Class of shares issuable (Note 1) **Ordinary Shares** Subscription price HK\$0.30 per Share EGM approval date (30/06/2017) and (if applicable) (dd/mm/yyyy)) (11/08/2017)2. Stock code (if Nisted) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) / /) 4. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) (dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) (Other class)

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.		
	-	
Ordinary shares (Note 1)		
2.		
shares (Note 1)		
3		
shares (Note 1)		
$\mathbf{T}_{\mathbf{r}}(1\mathbf{D}_{\mathbf{r}}) = (0, 1^{T}_{\mathbf{r}}, \mathbf{r}, 1, \mathbf{r}, \mathbf{r})$		、 、
Total D. (Ordinary shares) (Preference shares)		\searrow
(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)



	Type of Issue			For Main I	Boar	d and GEM list No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
5.	Scrip dividend	State At price : Currency	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(//)			
6.	Repurchase of shares		Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /			
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)))		
8.	Consideration issue	At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /			



Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	\mathbf{X}
	(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):		
(These figures should be the same as the relevant figures under II above ("Movements in Iss	ued Sh	are Capital").)

Remarks (if any):

Submitted by: Lee Chung Shing
Title: <u>Company Secretary</u>
(Director, Secretary or other duly authorised officer)

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.*