

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>31/01/2019</u>

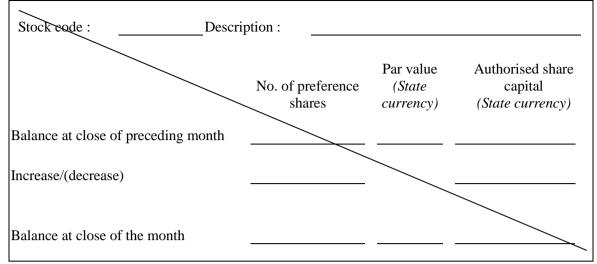
To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Victory City International Holdings Limited
Date Submitted	01/02/2019

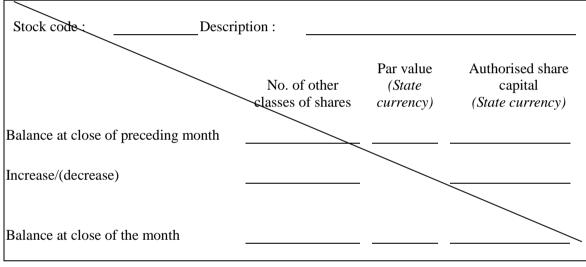
I. Movements in Authorised Share Capital

1. Ordinary Shares						
(1) Stock code : 00539 Description : Ordinary 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>	<u>HK\$400,000,000</u>			
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 code :Descri	ption :					
	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 ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month Increase/ (decrease) during the month Balance at close of the month	<u>5,179,413,207</u> <u>-</u> <u>5,179,413,207</u>					

III. Details of Movements in Issued Share Capital

Share Options (under S	share Option 2	schemes of the Iss	uer)			
Particulars of share					No. of new shares of	
option scheme					issuer issued during	of issuer which
including EGM					the month pursuant	may be issued
approval date		Movement du	ring the month		thereto	pursuant thereto as
(dd/mm/yyyy) and					-	at close of the
class of shares						month
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme	0	0	0	0	0	202.005.000
adopted on	0	0	0	0	0	282,987,000
15/03/2011						
Exercise Price:						
HK\$0.373						
Date of grant:						
12/10/2016						
Ordinary shares						
(Note 1)						
2.						
Exercise Price:						
HK\$						
Ordinary shares						
			·			
(Note 1)						
<u>3.</u>						
Exercise Price:						
HK\$						
(//)						
Ordinary shares						
(Note 1)	·					
(1,000 1)						
			Total A. (Or	dinary shares)		
			(Pref	erence shares)	-	
			(1101	(Other class)	$\overline{}$	
Total funds raised duri	ng the month	from exercise of		()		
options (State currency						

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy)	l 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	shares of issuer which may be issued pursuant thereto as at close of the month
<u>1.</u>						
						<u> </u>
(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.	\mathbf{i}					
	\backslash					
	\rightarrow			·		·
Stock code (if	\backslash					
listed)		\				
Class of shares issuable (<i>Note 1</i>)		\backslash				
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)3.	(/ /					
<u> </u>			\backslash			
			\backslash			
(/ /)						
Stock code (if						
listed) Class of shares			. \	\		
issuable (Note 1)				\backslash		
Subscription price				\backslash		
EGM approval date				\backslash		
(if applicable) (dd/mm/yyyy)	(/ /)		\backslash		
4.	(/ /)		\backslash		
				\backslash	\	
						<u> </u>
Stock code (if listed)						
Class of shares						
issuable (Note 1)					\	\backslash
Subscription price						\backslash
EGM approval date (if applicable)						\backslash
(dd/mm/yyyy)	(/ /)				Ň

No. of new

No. of new

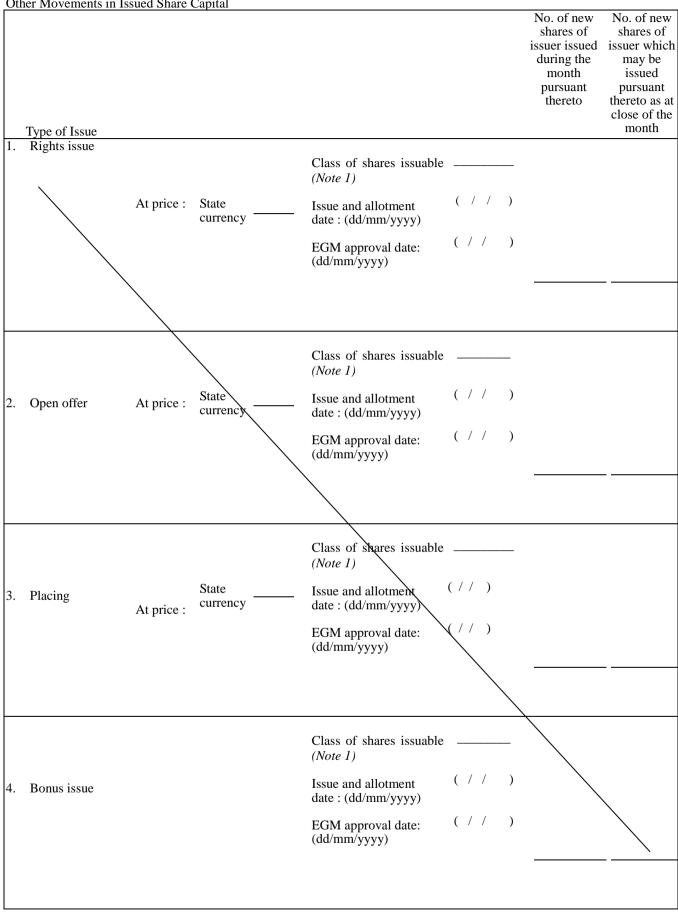
				For Main	Board and GI	EM listed issuers
					No. of new	No. of new
					shares of	shares of
					issuer issued	issuer which
					during the	may be issued
					month	pursuant
		Nominal value			pursuant	thereto as at
	Currency	at close of	Exercised	Nominal value	thereto	close of the
Description of warrants	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)		
			X -		<u></u>	-

For Main Board and GEM listed issuers

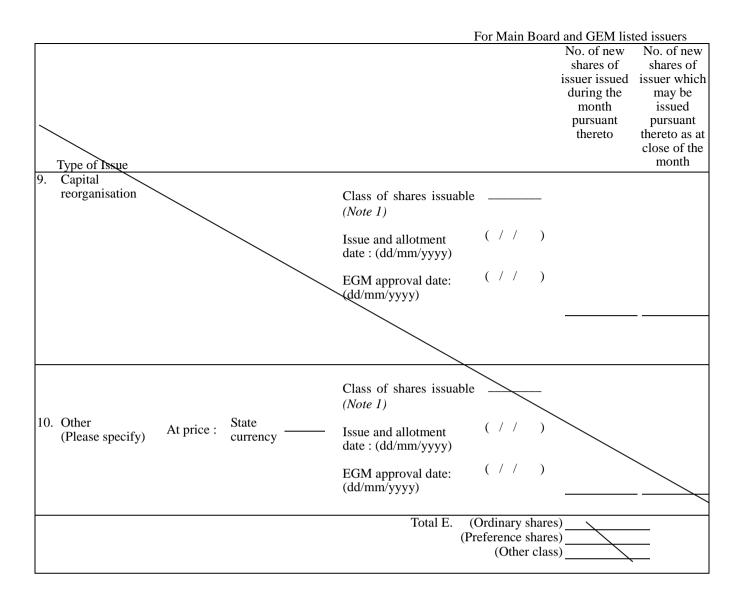
Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer which issuer issued during the may be issued month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding 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.		
	K	
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		\sim
(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					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 currency —	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)	
	(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	sued Sh	are Capital").)

Remarks (if any):

ee Chung Shing		
Company Secretary		
1	ompany Secretary	e Chung Shing ompany Secretaryther 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.