

Increase/(decrease)

Balance at close of the month

Monthly Return of Equity Issuer on Movements in Securities

monthly Rotal II of Equity loc	,ac. 01		oodi itioo	
For the month ended (dd/mm/yyyy) :		31/01/2017		
To : Hong Kong Exchanges an	nd Clea	ring Limited		
Name of Issuer	Visdom	Education Internation	tional Holdin	gs Company Limited
Date Submitted 2	Februa	ary 2017		
Movements in Authorised Sh Ordinary Shares	nare Ca	apital		
(1) Stock code : <u>6068</u>	Descrip	otion : Ordinary	Shares	
	-	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Opening balance upon listing of January 2017	on 26	10,000,000,000	0.01	100,000,000
Increase/(decrease)		Nil		Nil
Balance at close of the month		10,000,000,000	0.01	100,000,000
(2) Stock code : N/A	Descrip	otion: N/A		

No. of ordinary

Balance at close of preceding month _____

shares

Par value Authorised share

(State currency) capital (State currency)

2. Preference Shares			
Stock code : N/A Descri	ption : N/A		
	No. of preference shares	Par value (State currency)	-
Balance at close of preceding month	1		
Increase/(decrease)		_	
Balance at close of the month			
3. Other Classes of Shares			
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 preceding month	1		
Increase/(decrease)		_	
Balance at close of the month	·		
Total authorised share capital at the	end of the month	(HK\$): 100,	000,000

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference No. of oth		
	(1)	(2)	shares	classes of shares	
Opening balance upon listing on 26					
January 2017	2,000,000,000	N/A	N/A	N/A	
Increase/ (decrease)					
during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	2,000,000,000	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (unde	er Share Opti	on Schemes o	of the Issuer)				
Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and		Movement duri	ng the month		No. of new shares of issuer issued during issuer which match the month pursuant thereto as at close of month		
class of shares							
issuable	Granted	Exercised	Cancelled	Lapsed			
1. Pre-IPO share option scheme approved by shareholders' written resolution on 3 January 2017 Ordinary shares	8,000,000	Nil	Nil	Nil	Nil	Nil	
(Note 1) 2. Share option scheme approved by							
shareholders' written resolution on 3 January 2017 Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	Nil	
3. N/A							
(/ /) shares (Note 1)							
			Total A. (Ordin		Nil		
					N/A		
			(0	Other class)	N/A		
Total funds raised duri options (State currence		rom exercise of	Nil				

Warrants to Issue Shares of the	e Issuer which	are to be Listed			No. of new	No. of new
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	shares of issuer issued during the month pursuant thereto	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 (Note 1)			•			
Subscription price EGM approval date			•			
(if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A						
(/ /)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
4. N/A						
(/ /) Stock code (if listed) Class of shares						
iccuphlo (Noto 1)						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
		Total E		ary shares) <u>N/A</u> nce shares) <u>N/A</u>		_
				other class) N/A		_

Convertibles (i.e. Convertible	into Shares of th	ne Issuer wh	ich are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted	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. N/A						
	<u></u>					
	<u></u>					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy))	(/ /)					
	(/ /)					
2. N/A						
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A						
	_					
						
						
Stock code (if listed)			_			
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	/ / / \					
	(/ /)					
4. N/A						
	<u>—</u>					
	<u>—</u>					
Chook and a ('f lintar')	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
			Total C. (Ordina			=
				ce shares) N/A		_
			(O	ther class) N/A	١	_

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. <u>N/A</u>		
-		
shares (Note 1)		
2. <u>N/A</u>		
shares (Note 1)		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Ot	her Movements	in Issued Sha	are Capital					
	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
	. , , , , , , , , , , , , , , , , , , ,			Olara of alarm				
				Class of shares issuable (Note 1)		_		
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)		_		
			State	Issue and allotment	(/ /)		
2.	Open offer	At price :	currency	date : (dd/mm/yyyy)	(, ,	,		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)		_		
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)		_		
4.	Bonus issue			Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				V "JJJJ/			N/A	N/A

							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
	Type of Issue							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)	(/ /)	NI/A	N1/A
							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)	(/ /)		
							<u>N/A</u>	<u>N/A</u>
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	<u>N/A</u>
				Class of shares				
8.	Consideration	At price :	State	issuable (Note 1) Issue and allotment	(/ /)		
	issue	At phot .	currency ———	date : (dd/mm/yyyy) EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)				
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	N1/A
1							N/A	N/A

Type of Issue	sh i is du r pu	of new nares of shares of ssuer issuer which ssued may be issued month ursuant thereto as a close of the month
	Class of sharesissuable (Note 1)	
10. Other (Please specify) At price : State currency	Issue and allotment (/ /) date : (dd/mm/yyyy)	
	EGM approval date: (/ /) (dd/mm/yyyy)	<u>N/A</u> <u>N/A</u>
	Total E. (Ordinary shares) <u>N</u> (Preference shares) <u>N</u> (Other class) <u>N</u>	/A
Total increase / (decrease) in ordinary shares dur	ring the month (i.e. Total of A to E): (1)	Nil
	(2)	N/A
Total increase / (decrease) in preference shares of	during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shall E):	ares during the month (i.e. Total of A to	N/A
(These figures should be the same as the relevan Capital").)	nt figures under II above ("Movements in $ar{l}$	ssued Share

Remarks (if any):
Submitted by: Ng Cheuk Him
Title: Company Secretary (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.