



# Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Victory City International Holdings Limited

Date Submitted 04/07/2013

## I. Movements in Authorised Share Capital

### 1. Ordinary Shares

(1) Stock code : 00539 Description : Ordinary Shares

|                                     | 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>40,000,000,000</u>     | <u>HK\$0.01</u>                  | <u>HK\$400,000,000</u>                          |
| Increase/(decrease)                 | <u>N/A</u>                | <u>N/A</u>                       | <u>N/A</u>                                      |
| Balance at close of the month       | <u>40,000,000,000</u>     | <u>HK\$0.01</u>                  | <u>HK\$400,000,000</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 | _____                     | _____                            | _____                                           |
| Increase/(decrease)                 | _____                     | _____                            | _____                                           |
| Balance at close of the month       | _____                     | _____                            | _____                                           |

## 2. Preference Shares

|                                     |                          |                               |                                              |
|-------------------------------------|--------------------------|-------------------------------|----------------------------------------------|
| Stock code : _____                  |                          | Description : _____           |                                              |
|                                     | No. of preference shares | Par value<br>(State currency) | Authorised share capital<br>(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<br>(State currency) | Authorised share capital<br>(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) :

**HK\$400,000,000**

## II. Movements in Issued Share Capital

|                                          | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other classes<br>of shares |
|------------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of<br>preceding month   | <u>1,637,588,589</u>          |     |                            |                                   |
| Increase/ (decrease)<br>during the month | <u>6,250,000</u>              |     |                            |                                   |
| Balance at close of the<br>month         | <u>1,643,838,589</u>          |     |                            |                                   |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share<br>option scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |           |           |        | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|----------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|--------|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
|                                                                                                                            | Granted                   | Exercised | Cancelled | Lapsed |                                                                               |                                                                                                    |
| 1.<br><u>Exercise Price:</u><br><u>HK\$0.782</u><br><u>(15/03/2011)</u><br><u>Ordinary shares</u><br><i>(Note 1)</i>       | 0                         | 1,250,000 | 0         | 0      | 1,250,000                                                                     | 112,550,000                                                                                        |
| 2.<br><u>Exercise Price:</u><br><u>HK\$</u><br><u>( / / )</u><br><u>Ordinary shares</u><br><i>(Note 1)</i>                 |                           |           |           |        |                                                                               |                                                                                                    |
| 3.<br><u>Exercise Price:</u><br><u>HK\$</u><br><u>( / / )</u><br><u>Ordinary shares</u><br><i>(Note 1)</i>                 |                           |           |           |        |                                                                               |                                                                                                    |
| Total A. (Ordinary shares)                                                                                                 |                           |           |           |        | 1,250,000                                                                     |                                                                                                    |
| (Preference shares)                                                                                                        |                           |           |           |        | N/A                                                                           |                                                                                                    |
| (Other class)                                                                                                              |                           |           |           |        | N/A                                                                           |                                                                                                    |
| Total funds raised during the month from exercise of<br>options (State currency)                                           | <u>HK\$977,500</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 issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. 50,000,000 unlisted<br>warrants at the Issue Price<br>of HK\$0.01 per warrant<br>( Date of expiry - 4 /2<br>/2014 )<br>Stock code (if<br>listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>AGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ | HK\$                            | 410,000                                            | 50,000                           | 360,000                                   | 5,000,000                                                                              | 36,000,000                                                                                                     |
| 2. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if<br>listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                                                                            | _____                           | _____                                              | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 3. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if<br>listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                                                                            | _____                           | _____                                              | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 4. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if<br>listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                                                                            | _____                           | _____                                              | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |

For Main Board and GEM listed issuers

| 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 issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------------------------------------|---------------------------------|----------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| Total B.                                                 |                                 |                                                    |                                  | (Ordinary shares)                         | 5,000,000                                                                              |                                                                                                                |
|                                                          |                                 |                                                    |                                  | (Preference shares)                       |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                    |                                  | (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.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 2.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 3.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 4.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
|                                                |                                |                                    | Total C. (Ordinary shares) |                              |                                                                      |                                                                                           |
|                                                |                                |                                    | (Preference shares)        |                              |                                                                      |                                                                                           |
|                                                |                                |                                    | (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>_____<br>(   /   /   )<br>Ordinary shares ( <i>Note 1</i> )            |                                                                      |                                                                                           |
| 2.<br>_____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                     |                                                                      |                                                                                           |
| 3.<br>_____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                     |                                                                      |                                                                                           |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      |                                                                      |                                                                                           |

## Other Movements in Issued Share 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 |
|-----------------|------------|----------------|-----------------------------------|-----------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. Rights issue | At price : | State currency | Class of shares issuable (Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   |                                         |                                                                      |                                                                                           |
| 2. Open offer   | At price : | State currency | Class of shares issuable (Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   |                                         |                                                                      |                                                                                           |
| 3. Placing      | At price : | State currency | Class of shares issuable (Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   |                                         |                                                                      |                                                                                           |
| 4. Bonus issue  |            |                | Class of shares issuable (Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |            |                |                                   |                                         |                                                                      |                                                                                           |



|                         |                   |                   |                                                                                                                                                                                       | No. of new<br>shares of<br>issuer 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 |
|-------------------------|-------------------|-------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue           |                   |                   |                                                                                                                                                                                       |                                                                                        |                                                                                                                   |
| 5. Scrip dividend       | At price :<br>HKD | State<br>currency | <div>_____</div> <div>Class of shares issuable _____<br/>(Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div> | _____                                                                                  | _____                                                                                                             |
| 6. Repurchase of shares |                   |                   | <div>Class of shares repurchased (Note 1) _____</div> <div>Cancellation date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div>                          | _____                                                                                  | _____                                                                                                             |
| 7. Redemption of shares |                   |                   | <div>Class of shares redeemed (Note 1) _____</div> <div>Redemption date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div>                               | _____                                                                                  | _____                                                                                                             |
| 8. Consideration issue  | At price :        | State<br>currency | <div>Class of shares issuable _____<br/>(Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div>                  | _____                                                                                  | _____                                                                                                             |

For Main Board and GEM listed issuers

|                            |                                                 | No. of new<br>shares of<br>issuer 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 |
|----------------------------|-------------------------------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue              |                                                 |                                                                                        |                                                                                                                   |
| 9. Capital reorganisation  | Class of shares issuable _____<br>(Note 1)      |                                                                                        |                                                                                                                   |
|                            | Issue and allotment date : (dd/mm/yyyy) ( / / ) |                                                                                        |                                                                                                                   |
|                            | EGM approval date: (dd/mm/yyyy) ( / / )         |                                                                                        |                                                                                                                   |
|                            |                                                 |                                                                                        |                                                                                                                   |
| 10. Other (Please specify) | At price : State currency _____                 | Class of shares issuable _____<br>(Note 1)                                             |                                                                                                                   |
|                            |                                                 | Issue and allotment date : (dd/mm/yyyy) ( / / )                                        |                                                                                                                   |
|                            |                                                 | 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) | 6,250,000 |
|                                                                                                                  | (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 Issued Share Capital").) |     |           |

Remarks (if any):

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Submitted by: Lee Chung Shing

Title: Company Secretary  
(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.*