

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>31/10/2018</u>

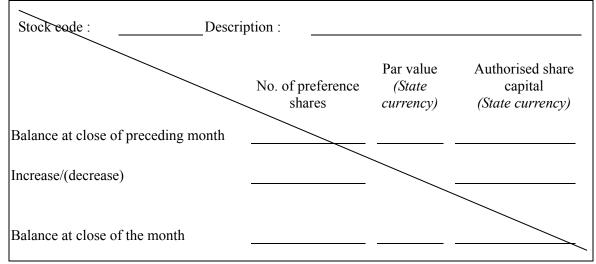
To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Victory City International Holdings Limited	
Date Submitted	01/11/2018	

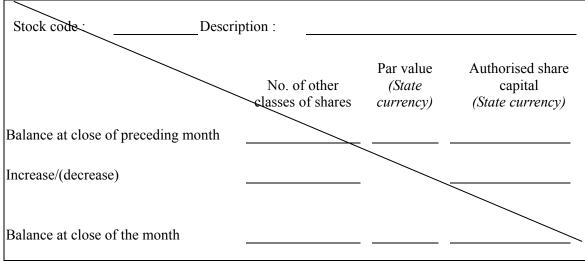
I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00539</u> Desc	ription : 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)	N/A	N/A	<u>N/A</u>
Balance at close of the month	40,000,000,000	<u>HK\$0.01</u>	<u>HK\$400,000,000</u>
(2) Stock code : Desc	ription :		
	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 other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month Increase/ (decrease) during the month					
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 Exercised Cancelled Lapsed 1. Share Option Scheme adopted on 15/03/2011 Exercise Price: HKSO.373 Date of grant: 12/10/2016 Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Exercise Price: HKS (<i>I / J</i>) Ordinary shares (<i>Note 1</i>) 3. Total A. (Ordinary shares) (<i>Preference shares</i>) (<i>Preference shares</i>) (<i>Preference shares</i>) (<i>Other class</i>)	Share Options (under Sh	nare Option S	chemes of the Iss	uer)			
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Exercise Price: HK\$ (//) Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise of							
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(Preference shares) (Other class)	(Note 1)						
Total funds raised during the month from exercise of				Total A. (Or	dinary shares)		
Total funds raised during the month from exercise of				(Pref	erence shares)		
Total funds raised during the month from exercise of						$\overline{}$	
	Total funds raised during	g the month f	rom exercise of		· · · · · · · · · · · · · · · · · · ·		

Share Options (under Share Option Schemes of the Issuer)

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	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 (Note 1)						
Subscription price						
AGM approval date (if applicable)						
(dd/mm/yyyy)	<u> </u>)				
2.	\backslash					
						_
(/ /) Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price		\rightarrow				
EGM approval date (if applicable) (dd/mm/yyyy)	(]]					
3.	(/ /					
			\backslash			
			\rightarrow			<u> </u>
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)		$\langle \rangle$		
4.				\backslash		
				```	$\backslash$	
( / / ) Stock code (if listed)						
Class of shares					$\backslash$	
issuable (Note 1) Subscription price						$\backslash$
EGM approval date						$\backslash$
(if applicable) (dd/mm/yyyy)	( ] ]	)				$\backslash$
(uu/iiiii/yyyy)	( / /	)				

No. of new

No. of new

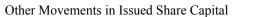
				For Main	Board and GI	EM listed issuers
					No. of new	No. of new
					shares of	shares of
					issuer issued	issuer which
					during the	may be issued
					month	pursuant
		Nominal value			pursuant	thereto as at
	Currency	at close of	Exercised	Nominal value	thereto	close of the
Description of warrants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

For Main Board and GEM listed issuers

Commentifiles (i.e. Commentifile	inte Ohenne of the I			For Main Board	and GEM liste	d issuers
Convertibles (i.e. Convertible		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. Convertible Bonds issued pursuant to the Subscription						
Agreement dated 25 April 2017	,					
and the Supplemental Deed date	ed					
10 July 2017						
	HK\$	400,000,000		400,000,000		1,333,333,334
Stock code (if listed)	N/A					
Class of shares	0 1. 01					
	Ordinary Shares HK\$0.30 per Share					
Subscription price EGM approval date	nk\$0.50 per share					
(if applicable)	(30/06/2017) an	d				
(dd/mm/yyyy))	(11/08/2017)					
2.						
Stock code (if Nisted)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date	$\overline{}$					
(if applicable)						
(dd/mm/yyyy)	( / X)					
3.	_ \	<				
		$\searrow$				
Stock code (if listed)		$\longrightarrow$				
Class of shares		—	<			
issuable (Note 1)			$\searrow$			
Subscription price						
EGM approval date			$\sim$			
(if applicable)						
	( / / )					
4.						
				$\sim$	、 、	
					$\searrow$	
Stock code (if listed)					$\overline{}$	
Class of shares					$\sim$	
issuable (Note 1)						
Subscription price						$\overline{\}$
EGM approval date						$\sim$
(if applicable) (dd/mm/yyyy)	( / / )					$\overline{\}$
	( / / )		Total C. (Ordi	nary shares)		
				ence shares)	$\overline{}$	
				Other class)		
						<b>`</b>

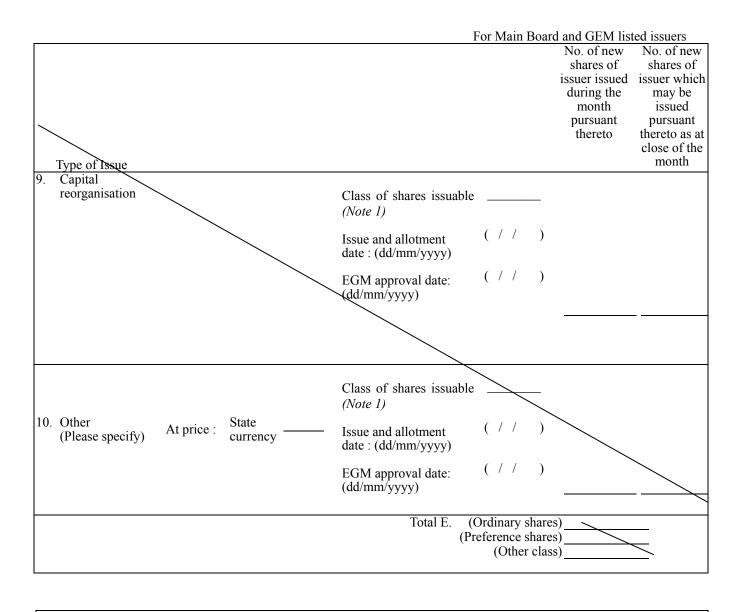
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.		
Ordinary shares (Note 1)		
2		
shares (Note 1)		
3.		
3		
Total D. (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)



	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			Class of shares issuable				
	$\mathbf{n}$	At price :	State	(Note 1)	( / /	)		
		At price .	currency	Issue and allotment date : (dd/mm/yyyy)				
				EGM approval date: (dd/mm/yyyy)	( / /	)		
			<u> </u>	Class of shares issuable $(2L + L)$				
2.	Open offer	At price :	State	(Note 1) Issue and allotment	( / /	)		
			currency	date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(//)			
		-		EGM approval date: (dd/mm/yyyy)	$\left( \begin{array}{c} / / \end{array} \right)$			
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		$\mathbf{i}$

	Type of Issue			For Main 1	Board	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 chares 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 Issued Share Capital").)				

## Remarks (if any):

Lee Chung Shing	
<u>Company Secretary</u> or other duly authorised officer)	
	Company Secretary

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.