HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

31/01/2021

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Orient Victory Travel Group Company Limited |
|----------------|---|
| Date Submitted | 05/02/2021 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|-------------------------------------|------------------------|----------------------------------|--|
| (1) Stock code : <u>265</u> Descrip | otion : Ordinary | Shares | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 20,000,000,000 | HK\$0.005 | HK\$100,000,000 |
| Increase/(decrease) | N/A_ | | N/A |
| Balance at close of the month | 20,000,000,000 | HK\$0.005 | HK\$100,000,000 |
| (2) Stock code : Descrip | otion : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

2. Preference Shares

| Stock code :Descri | ption : | | |
|-------------------------------------|--------------------------------|----------------------------------|--|
| | No. of preference shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | l | | |
| Increase/(decrease) | | _ | |
| Balance at close of the month | | | |

3. Other Classes of Shares

| Stock code :Descri | iption : | | |
|-------------------------------------|--------------------------------------|----------------------------------|--|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | ۱ | | |
| Increase/(decrease) | | - | |
| Balance at close of the month | | | |

Total authorised share capital at the end of the month (*State currency*):

HK\$100,000,000

II. Movements in Issued Share Capital

| | No. of ordin | ary shares | No of preference | No. of other | | |
|--|----------------|------------|------------------|-------------------|--|--|
| | (1) | (2) | shares | classes of shares | | |
| Balance at close of preceding month | 12,922,075,516 | | | | | |
| Increase/ (decrease) during the month | 0 | | | | | |
| Balance at close of the month | 12,922,075,516 | | | | | |

III. Details of Movements in Issued Share Capital

| Share Options (und | er Share Opti | ion Schemes c | of the Issuer) | | | |
|----------------------------------|---------------|-----------------|----------------|------------|--------------------|------------------------|
| Particulars of | | | | | | No. of new shares of |
| share option | | | | | | issuer which may be |
| scheme | | | | | the month pursuant | |
| including EGM | Ν | Novement durir | ng the month | | thereto | thereto as at close of |
| approval date | | | | | | the month |
| (dd/mm/yyyy) and class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. | Granicu | Exclused | Cancellea | Lapsed | | |
| <u> </u> | | | | | | |
| | | | | | | |
| | | | | | | |
| <u>(/ /)</u> shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | Tota | IA. (Ordinal | rv shares) | | |
| | | | (Preferenc | • • | | |
| | | | | her class) | | |
| Total funds raised d | uring the mor | oth from exerci | | / | | |
| of options (State cu | | | | | | |

| Warrants to Issue Shares of the | e Issuer which | are 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 | 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 |
| <u>1.</u> | | | | | | |
| | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) 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. | (, , | / | | | | |
| | | | | | | |
| | | . <u></u> | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| Out a saintien anie s | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| 4. | X | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| | | | (O | nu oberec' | | |
| | | Total B | 6. (Oraina (Preferen | ary shares) ce shares) | | - |
| | | | (C | other class) | | - |
| | | | | | | |

| shares of issuer issuer may be during the issued month pursuant thereto as at class and description 1. 6%Perpetual Convertible Securities Currency of outstanding month outstanding month month month month month month month month month Shares of issuer may be during the close of the month month 1. 6%Perpetual Convertible Securities HK\$ 70,000,000.00 0 70,000,000.00 0 1. 6%Perpetual Convertible Securities HK\$ 70,000,000.00 0 70,000,000.00 0 128,771,155 Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Ordinary shares HK\$0.5436 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy) HK\$0.5436 (subject to adjustment) (19/02/2016) 128,771,155 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus 19/02/2016) 19/02/2016) 19/02/2016) | Convertibles (i.e. Convertible i | nto Shares of t | he Issuer which a | are to be Lis | / | | |
|---|-------------------------------------|------------------|-------------------|---------------|------------------------|---|---|
| Securities | | amount | of preceding | during the | Amount at close of the | issuer issued during the month pursuant | issuer which may be issued pursuant thereto as at close of the |
| | | - | | | | | |
| Stock code (if listed) N/A Class of shares issuable (Note 1) Subscription price HK\$0.5436 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyy)) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus dated 28 September 2016 HK\$ _ 264.568.691.33 0 _ 2.666.942.901 Stock code (if listed) N/A Class of shares | Securities | - | | | | | |
| Stock code (if listed) N/A Class of shares issuable (Note 1) Subscription price HK\$0.5436 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyy)) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus dated 28 September 2016 HK\$ _ 264.568.691.33 0 _ 2.066.942.901 Stock code (if listed) N/A Class of shares | | - | | | | | |
| Class of shares issuable (Note 1) Ordinary shares HK\$0.5438 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy)) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus 0 dated 29 September 2016 HK\$ _264,568,691.33 0 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$0.128 (subject to adjustment) EGM approval date (if applicable) Ordinary shares (dd/mm/yyyy) N/A 3. | | | 70,000,000.00 | 0 | 70,000,000.00 |) 0 | 128,771,155 |
| issuable (Note 1) Ordinary shares HK\$0.5436 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy)) (19/02/2016) 2. 6% Prepetual Convertible Securities by way of open offer pursuant to the Prospectus dated 28 September 2016 Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 4. Stock code (if listed) (/ /) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) A. Stock code (if listed) (/ /) (/ /) A. Stock code (if listed) (/ /) (/ /) A. Stock code (if listed) (/ /) (/) (| | N/A | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus (19/02/2016) dated 29 September 2016 HK\$ _ 264,568,691.33 0 _ 264,568,691.33 0 _ 2.066,942,901 Stock code (if listed) N/A | | • " | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus dated 29 September 2016 HK\$ _ 264,568,691.33 0 _ 2.066,942,901 Stock code (if listed) Class of shares NA Subscription price (ff applicable) (dd/mm/yyyy) NA Stock code (if listed) Class of shares Ordinary shares Stock code (if listed) (dd/mm/yyyy) N/A 3. | | | | | | | |
| (if applicable) (dd/mm/yyyy) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus dated 29 September 2016 HK\$ 264,568,691.33 0 2,066,942,901 Stock code (if listed) N/A 0 2,066,942,901 Class of shares 0 0 2,066,942,901 Subscription price HK\$0.128 (subject to adjustment) EGM approval date (if applicable) N/A 3. | | | to adjustment) | | | | |
| (dd/mm/yyyy)) (19/02/2016) 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus dated 29 September 2016 HKS 28 Stock code (if listed) N/A Class of shares Ordinary shares issuable (Note 1) Ordinary shares Subscription price HKS0.128 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy) N/A 3. | | | | | | | |
| 2. 6% Perpetual Convertible Securities by way of open offer pursuant to the Prospectus dated 29 September 2016 Stock code (if listed) N/A Class of shares issuable (Note 1) HK\$ 264,568,691.33 O 264,568,691.33 Utass of shares issuable (Note 1) Ordinary shares HK\$0.128 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy) N/A | | (19/02/20 | 016) | | | | |
| Securities by way of open offer pursuant to the Prospectus dated 29 September 2016 Stock code (if listed) N/A Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (ud/mm/yyyy) (if applicable) (dd/mm/yyyy) | | , | | | | | |
| pursuant to the Prospectus | | | | | | | |
| dated 29 September 2016 HK\$264,568,691.33 0264,568,691.33 02.066,942,901 Stock code (if listed) N/A | | | | | | | |
| Stock code (if listed) N/A Class of shares Ordinary shares issuable (Note 1) Ordinary shares Subscription price HK\$0.128 (subject to adjustment) EGM approval date HK\$0.128 (subject to adjustment) (if applicable) N/A 3. | | HK\$ | 264.568.691.33 | 0 | 264.568.691.3 | 3 0 | 2.066.942,901 |
| Class of shares issuable (Note 1) Ordinary shares Subscription price EGM approval date (if applicable) (dd/mm/yyyy) HK\$0.128 (subject to adjustment) 3. | | | | | | <u>·</u> | 2,000,2 -=,2 - |
| Subscription price HK\$0.128 (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy) N/A 3. | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) N/A 3. | | | | | | | |
| (if applicable) (dd/mm/yyyy) N/A 3. | | \$0.128 (subject | to adjustment) | | | | |
| 3. | (if applicable) | N/A | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) 4. | . , | | | | | | |
| (if applicable) (dd/mm/yyyy) (/ /) 4. | | | | | | | |
| (dd/mm/yyyy) (/ /) 4. | | | | | | | |
| 4. | | (/ /) | | | | | |
| Stock code (if listed) | 4 | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | <u>+.</u> | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | Stock code (if listed) | | | | | | |
| issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | issuable (Note 1) | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) 0 (Preference shares) N/A | • • • • • • • • • • • • • • • • • • | | | | | | |
| (if applicable) (dd/mm/yyyy) <u>(/ /)</u> Total C. (Ordinary shares) <u>0</u> (Preference shares) <u>N/A</u> | | | | | | | |
| Total C. (Ordinary shares) 0 (Preference shares) N/A | (if applicable) | | | | | | |
| (Preference shares) N/A | (dd/mm/yyyy) | (/ /) | | | | | |
| | | | Total | C. (Ordinar | y shares) | 0 | - |
| | | | | (Preterenc | e shares) | | |
| | | | | (Ou | | N/A | <u>-</u> |

| Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes) | r which are to be Liste | ed, including |
|--|---|--|
| | 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 |
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | | the month |
| 1 | | |
| | | |
| (/ /) | | |
| | | |
| 2 | • | |
| | | |
| | 4 | |
| shares (Note 1) | | |
| 3 | | |
| | | |
| | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | | |
| (Preference shares) | | |
| (Other class) | | |

| Otl | her Movements | in Issued Sha | are Capital | | | | | No. of new | No. of new |
|-----|----------------|---------------|-------------|--|-----|---|---|---|---|
| | Turne of leave | | | | | | | shares of issuer issued during the month pursuant thereto | shares of issuer which may be issued pursuant thereto as at close of the month |
| | Type of Issue | | | | | | | | montai |
| | | | | Class of shares issuable (Note 1) | | | | | |
| 1. | Rights issue | At price : | State | Issue and allotment date : (dd/mm/yyyy) | (/ | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ | / |) | | |
| | | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | | | | | |
| 2. | Open offer | At price : | State | Issue and allotment 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) | (/ | / |) | | |
| | | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | | | | | |
| 4. | Bonus issue | | | Issue and allotment date : (dd/mm/yyyy) | (/ | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ | / |) | | |
| | | | | | | | | | |

| | 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 |
|----|----------------------|------------|-----------------------|---|---|---|---|---|---|---|
| | | | | 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) | (| / | / |) | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| 6. | Repurchase of shares | | | repurchased (Note 1) Cancellation date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |
| | | | | Class of shares redeemed (Note 1) | _ | | | | | |
| 7. | Redemption of shares | | | Redemption date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | | | | | | |
| 8. | Consideration issue | At price : | State currency ——— | Issue and allotment date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | - | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |

| | Type of Issue | | | No. of new shares of issuer during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----|--------------------------------------|-------|---|---|---|
| 9. | Capital | | Class of shares issuable (Note 1) Issue and allotment (/ /) | | |
| | reorganisation | | date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | |
| | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | | |
| 10. | Other (Please specify) At price : | State | Issue and allotment (/ /) date : (dd/mm/yyyy) | | |
| | | | EGM approval date: (/ /) (dd/mm/yyyy) | | |
| | | | Total E. (Ordinary shar (Preference shar (Other cla | es) | - - - |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) | 0 |
|---|--------------|
| (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in Capital").) | Issued Share |
| | |

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

| (iv) | all the securities of each class are in all respects identical (Note 3); |
|--------|---|
| (v) | all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements; |
| (vi) | all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue; |
| (vii) | completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and |
| (viii) | the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies. |
| | |

Remarks (if any):

| Submitted by: <u>Liu Kin Wai</u> |
|---|
| 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. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.

4. If there is insufficient space, please append the prescribed continuation sheet.