

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Orient Victory China Holdings Limited
Date Submitted	02/03/2017

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 (State currency)
Balance at close of preceding month			
Increase/(decrease)			

2. Preference Shares

Stock code :Des	scription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
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 (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* **HK\$100,000,000** *currency*) :

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	12,047,043,097					
Increase/ (decrease) during the month	0					
Balance at close of the month	12,047,043,097					

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer) N	N/A		
Particulars of share option scheme including EGM approval date		Movement duri	ng 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
(dd/mm/yyyy) and class of shares issuable		T · 1	C 11 1	• 1		close of the month
1.	Granted	Exercised	Cancelled	Lapsed		
<u> </u>						
(/ /) shares						
(Note 1)						
2.						
(/ /) shares (Note 1)						
3.						
<u> </u>						
(/ /) shares						
(Note 1)		To	otal A. (Ordin			
			(C	nce shares) Dther class)		
Total funds raised dur options (State currence		from exercise o	f			

Description of warrants Date of expiry - dd/mm/yyyy)	Currency of nominal	h are to be Listed Nominal value at close of preceding 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
1. Warrants						
	HK\$	151,353,974.22	0	151,353,974.22	0	784,217,48
(03/05/2017)		1.470				
Stock code (if listed)		1479				
issuable (Note 1)	Ord	inary shares				
Subscription price	HK\$0.193	B(after adjustment)				
EGM approval date (if applicable) (dd/mm/yyyy)		N/A				
2.						
(/ /)				·		
Stock code (if listed)						
issuable (<i>Note 1</i>)						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
3.						
				·		
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)4.	(/ /)				
	_					
(/ /) Stock and (if listed)			- <u>-</u>	·		
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable)	(
(dd/mm/yyyy)	(/ /)				
		Те		nary shares)	0	-
				ence shares) Other class)	N/A	-
			(ouler class)	N/A	-

For Main Board and GEM listed issuers

No. of new shares of No. of new issuer shares of issuer issued which may be during the issued pursuant month thereto as at Currency of Amount at close Converted Amount at close of the pursuant amount of preceding during the close of the thereto month Class and description outstanding month month month 1. 6% Perpetual Convertible Securities HK\$ 170,000,000.00 0 170,000,000.00 0 312,729,948 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$0.5436 (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 dated 29 September 2016 HK\$ 264,866,931.33 2,069,272,901 0 264,866,931.33 0 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares HK\$0.128 (subject to adjustment) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (N/A) 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) 0 (Preference shares) N/A N/A (Other class)

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

For Main Board and GEM listed issuers

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) N/A

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.		
shares (Note 1)		
2		
	-	
shares (Note 1)		
3	-	
	-	
	-	
shares (Note 1)	-	
Total D. (Ordinary shares)	1	
(Preference shares)		
(Other class)		

month Type of Issue month 1. Rights issue At price : State currency Class of shares issuable (Note 1)	Other Movements	in Issued Share Capital	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
1. Rights issue At price : State currency Issue and allotment date : $(dd/mm/yyyy)$ $(///)$ EGM approval date: $(dd/mm/yyyy)$ $(///)$ EGM approval date: $(///)$ 2. Open offer At price : State currency Issue and allotment date : $(dd/mm/yyyy)$ $(///)$ 3. Placing At price : State currency Class of shares issuable (Note 1)	Type of Issue						month
1. Rights issue At price : currency $date : (dd/mm/yyyy)$ EGM approval date: (/ /) (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) (/ /) 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) (/ /) 3. Placing At price : State currency Issue and allotment (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: 4. Bonus issue Issue and allotment (/ /) EGM approval date: (/ /) EGM approval date: (/ /)							
2. Open offer At price : State currency $(dd'mm'yyyy)$ 2. Open offer At price : State currency $(dd'mm'yyyy)$ $(//)$ EGM approval date: $(dd'mm'yyyy)$ $(//)$ 3. Placing At price : State currency $(dd'mm'yyyy)$ $(//)$ EGM approval date: $(//)$	1. Rights issue	At price : State currency		(/ /)		
2. Open offer At price : $\frac{State}{currency}$ Issue and allotment date : $(dd/mm/yyyy)$ $(///)$ 2. Open offer At price : $\frac{State}{currency}$ Issue and allotment (//) $(///)$ 3. Placing At price : $\frac{State}{currency}$ Class of shares issuable (Note 1)				(/ /)		
2. Open offer At price : State currency 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) (/ /) Glass of shares issuable (Note 1) EGM approval date: (dd/mm/yyyy) (/ /) Glass of shares issuable (Note 1) Issue and allotment (dd/mm/yyyy) (/ /) Glass of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) EGM approval date: (/ /)							
$ \begin{array}{cccccccccccccccccccccccccccccccccccc$	2. Open offer		Issue and allotment	(/ /)		
3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment $(/ /)$ Bonus issue EGM approval date: $(/ /)$ Class of shares Issue and allotment $(/ /)$ EGM approval date: $(/ /)$ Issue and allotment $(/ /)$ EGM approval date: $(/ /)$			EGM approval date:	(/ /)		
3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment $(/ /)$ $\frac{\text{GM}}{\text{date}}$: (dd/mm/yyyy) EGM approval date: $(/ /)$ 4. Bonus issue Class of shares issuable (<i>Note 1</i>) Issue and allotment date: $(/ /)$ EGM approval date: $(/ /)$							
4. Bonus issue Class of shares							
4. Bonus issue Class of shares	3. Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
4. Bonus issue Bonus issue EGM approval date: (//) EGM approval date:			EGM approval date: (dd/mm/yyyy)	(/ /)		
4. Bonus issue							
4. Bonus issue date : (dd/mm/yyyy) EGM approval date: (///)							
Bolir upprovid dute:	4. Bonus issue			(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

Τv	pe of Issue	For Main			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
		Class of shares issuable (<i>Note 1</i>)				
5.	Scrip dividend At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (<i>Note 1</i>)				
8.	Consideration At price : State issue	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		

			For M	/lain Boar	d and GI	EM listed issue	rs
Ту	pe 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 share issuable (Note 1)	es			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		
10	Other		Class of share issuable (Note 1)	es			
10.	(Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		
			Total E.	(Preferer		8) 5) 8)	

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 Issued Share Capital").)				

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Remarks (if any):

Submitted by: <u>IP PUI SUM</u>

 SECRETARY

 (Director, 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.*