



## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Orient Victory China Holdings Limited

Date Submitted 01/06/2016

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 265 Description : Ordinary Shares

	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>20,000,000,000</u>	<u>HK\$0.005</u>	<u>HK\$100,000,000</u>
Increase/(decrease)	<u>N/A</u>		<u>N/A</u>
Balance at close of the month	<u>20,000,000,000</u>	<u>HK\$0.005</u>	<u>HK\$100,000,000</u>

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

	No. of ordinary shares	Par value ( <i>State currency</i> )	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 :	Description :		
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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 ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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\$100,000,000**

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## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<b>10,979,337,380</b>			
Increase/ (decrease) during the month	<b>784,240,000</b>			
Balance at close of the month	<b>11,763,577,380</b>			

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

N/A

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. _____ _____ _____ (   /   /   ) _____ shares (Note 1)						
2. _____ _____ _____ (   /   /   ) _____ shares (Note 1)						
3. _____ _____ _____ (   /   /   ) _____ shares (Note 1)						
Total A. (Ordinary shares)					_____	
(Preference shares)					_____	
(Other class)					_____	
Total funds raised during the month from exercise of options (State currency)	_____					

## Warrants to Issue Shares of the 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
1. Warrants						
	HK\$	N/A	152,926,800	152,926,169.76	784,240,000	784,236,768
( 03 / 05 / 2017 )						
Stock code (if listed)	1479					
Class of shares issuable ( <i>Note 1</i> )	Ordinary shares					
Subscription price	HK\$0.195					
EGM approval date (if applicable) (dd/mm/yyyy)	N/A					
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 B.					(Ordinary shares)	784,240,000
					(Preference shares)	N/A
					(Other class)	N/A

## 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. 6% Perpetual Convertible Securities						
	HK\$	170,000,000	0	170,000,000	0	312,729,948
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary shares					
Subscription price	HK\$0.5436 (subject to adjustment)					
EGM approval date (if applicable) (dd/mm/yyyy)	(19/02/2016)					
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)	0		
			(Preference shares)	N/A		
			(Other class)	N/A		

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 ( <i>Note 1</i> )		
2. _____ _____ _____ _____ ( / / ) _____ shares ( <i>Note 1</i> )		
3. _____ _____ _____ _____ ( / / ) _____ shares ( <i>Note 1</i> )		
<div>Total D. (Ordinary shares)</div> <div>(Preference shares)</div> <div>(Other class)</div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>

Other Movements in Issued Share Capital

N/A

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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	
2. Open offer	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)	( / / )	
3. Placing	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)	( / / )	
4. Bonus issue			Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	

				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
Type of Issue					
<div> <div> <div>_____</div> <div>Class of shares issuable _____ (Note 1)</div> </div> <div> <div>5. Scrip dividend      At price : State currency _____</div> <div>Issue and allotment date : (dd/mm/yyyy)      ( / / )</div> <div>EGM approval date:      ( / / ) (dd/mm/yyyy)</div> </div> </div> <div> <div>_____</div> <div>_____</div> </div>					
<div> <div> <div>Class of shares _____ repurchased (Note 1)</div> <div>6. Repurchase of shares</div> </div> <div> <div>Cancellation date :      ( / / ) (dd/mm/yyyy)</div> <div>EGM approval date:      ( / / ) (dd/mm/yyyy)</div> </div> </div> <div> <div>_____</div> <div>_____</div> </div>					
<div> <div> <div>Class of shares _____ redeemed (Note 1)</div> <div>7. Redemption of shares</div> </div> <div> <div>Redemption date :      ( / / ) (dd/mm/yyyy)</div> <div>EGM approval date:      ( / / ) (dd/mm/yyyy)</div> </div> </div> <div> <div>_____</div> <div>_____</div> </div>					
<div> <div> <div>Class of shares issuable _____ (Note 1)</div> <div>8. Consideration issue      At price : State currency _____</div> </div> <div> <div>Issue and allotment date : (dd/mm/yyyy)      ( / / )</div> <div>EGM approval date:      ( / / ) (dd/mm/yyyy)</div> </div> </div> <div> <div>_____</div> <div>_____</div> </div>					



For Main Board and GEM listed issuers

		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
Type of Issue			
9. Capital reorganisation	Class of shares issuable _____ <i>(Note 1)</i>  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 _____ <i>(Note 1)</i>  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)	784,240,000
	(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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

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Submitted by: IP PUI SUM

Title: 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.*