



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer : Capital VC Limited

Date Submitted : 5 July 2013

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>02324</u>	Description : <u>Ordinary Shares</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>2,000,000,000</u>	HK\$0.10	<u>HK\$200,000,000</u>
Increase/(decrease)	<u>198,000,000,000</u>	-	<u>-</u>
Balance at close of the month	<u>200,000,000,000</u>	HK\$0.001	<u>HK\$200,000,000</u>
(2) Stock code : <u>N/A</u>	Description : _____		
	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

Stock code :	<u>N/A</u>	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 :	<u>N/A</u>	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\$200,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>1,009,286,831</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase /(decrease)	<u>(908,358,148)</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>100,928,683</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

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. Share option Scheme (30/09/2003) Ordinary shares Exercise Price: HK\$3.65 (as adjusted) (See Remarks below) (Note 1)	Nil	Nil	Nil	Nil	Nil	3,200,000
2. _____ (/ /) shares (Note 1)						
3. _____ (/ /) shares (Note 1)						
			Total A. (Ordinary shares)		<u>N/A</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)						<u>N/A</u>

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. N/A						
(/ /)						
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 B. (Ordinary shares)					Nil	
(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. Convertible bonds (as adjusted) (See Remarks below)	HK\$	20,000,000	0	20,000,000	0	20,000,000
Stock code (if listed)		2324				
Class of shares issuable (Note 1)		Ordinary				
Subscription price		HK\$1.00 (as adjusted)				
EGM approval date (if applicable) (dd/mm/yyyy)		N/A				
2. N/A						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
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)	N/A	
				(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)

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. _____ _____ _____ _____ _____ _____ _____ _____ _____ (AGM dated / /) Ordinary shares (<i>Note 1</i>)	Nil	
2. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
3. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A N/A N/A	

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 (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	
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)	<u>N/A</u> (/ /) (/ /)	
3.	Placing	At price : State currency _____	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	
4.	Bonus 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)	<u>N/A</u> (/ /) (/ /)	

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
5.	Scrip dividend	At price : State currency	<hr/> Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	N/A (/ /) (/ /)	
6.	Repurchase of shares		Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	N/A (/ /) (/ /)	
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	N/A (/ /) (/ /)	
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)	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
9. Capital reorganisation		Class of shares issuable (<i>Note 1</i>) <u>N/A</u> 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>) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
Total E. (Ordinary shares)			(908,358,148)	
(Preference shares)			N/A	
(Other class)			N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(908,358,148)
	(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”).)

Remarks (if any):

Reference is made to (i) the announcements of the Company dated 3 January 2013, 27 March 2013, 11 April 2013 and 10 June 2013 (the “Announcements”); and (ii) the circular of the Company dated 16 January 2013 (the “Circular”) respectively.

- (A) All the conditions of the capital reorganization (including the following) have been fulfilled effective from 14 June 2013 (Hong Kong time):-
- (i) Share Consolidation - every ten (10) issued Shares of HK\$0.10 each has been consolidated into one (1) Consolidated Share of HK\$1.00 each
 - (ii) Capital Reduction - the nominal value of the issued Consolidated Shares has been reduced from HK\$1.00 each to HK\$0.001 each
- (B) Adjustments are required to be made to the conversion price of and/or the number of Adjusted Shares to be issued upon exercise of the conversion rights attaching to the outstanding Convertible Bonds as a result of the Capital Reorganisation
- (C) Adjustments are required to be made to the exercise price of and/or the number of Adjusted Shares that can be subscribed for under the outstanding share options as a result of the Capital Reorganisation.

Submitted by: Kasper Chan

Title: 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.*