



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 July 2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer : Capital VC Limited

Date Submitted : 5 August 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>200,000,000,000</u> | HK\$0.001 | <u>HK\$200,000,000</u> |
| Increase/(decrease) | <u>-</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 | 100,928,683 | N/A | N/A | N/A |
| Increase /(decrease) | 50,464,341 | N/A | N/A | N/A |
| Balance at close of the month | 151,393,024 | N/A | N/A | N/A |

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\$3.61 (as adjusted) (See Remarks below) (Note 1) | Nil | Nil | Nil | Nil | Nil | 3,232,161 |
| 2. _____ (/ /) shares (Note 1) | | | | | | |
| 3. _____ (/ /) shares (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | N/A | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | | | N/A |

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 | 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 | | | | |
| 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 | |

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 <u>HK\$0.65</u> | 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> (29/07/2013) (08/02/2013) | <u>50,464,341</u> N/A |
| 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) | | | 50,464,341 | |
| (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) | 50,464,341 |
| | (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”).)

