

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : _____30 November 2014

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer : | Capital VC Limited |
|------------------|--------------------|
| Date Submitted : | 1 December 2014 |

I. Movements in Authorised Share Capital

1. Ordinary Shares

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

II. Movements in Issued Share Capital

| | No. of ordin | ary shares | No of preference | No. of other classes | |
|-------------------------------------|--------------|------------|------------------|----------------------|--|
| | (1) | (1) (2) | | of shares | |
| Balance at close of preceding month | 977,382,069 | N/A | N/A | N/A | |
| Increase /(decrease) | 710,007 | N/A | N/A | N/A | |
| Balance at close of the month | 978,092,076 | N/A | N/A | N/A | |

III. Details of Movements in Issued Share Capital

| Share Op | otions (1 | under | Share | Option | Schemes | of th | ne Issue | r) |
|----------|-----------|-------|-------|--------|---------|-------|----------|----|
|----------|-----------|-------|-------|--------|---------|-------|----------|----|

| Particulars of share | | | | | No. of new shares | No. of new shares of |
|--------------------------------|---------|------------------|-----------------|--------------|-----------------------------------|---|
| option scheme | | | | | of issuer issued | issuer which may be |
| including EGM approval date | | | | | during the month pursuant thereto | issued pursuant thereto as at close of the |
| (dd/mm/yyyy) and - |] | Movement durir | ng the month | | pursuant mereto | month |
| class of shares | | | | | | montin |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (Note 1) | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | Т | Total A. (Ordin | nary shares) | N/A | _ |
| | | | | ence shares) | N/A | _ |
| | | | (| Other class) | N/A | _ |
| Total funds raised duri | | from exercise of | | | | |
| options (State currency | y) | | N/A | | | |
| | | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) 1. Un-listed Warrants | Currency of nominal value | Nominal value at close of preceding month | Exercis during mont | the value at close | 1 | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|------------------------------|--|---------------------------|---|---------|--|
| | HK\$ | 12,744,018.75 | 177,501.7 | 12,566,517.00 | 710,007 | 50,266,068 |
| (17/04/2016) | · | | | 12,000,017100 | | |
| Stock code (if listed) Class of shares | N | /A | _ | | | |
| issuable (Note 1) | | y Shares | - | | | |
| Subscription price EGM approval date (if applicable) | НК | \$0.25 | - | | | |
| (dd/mm/yyyy) 2. | (17/03 | 8/2014) | - | | | |
| | - | | | | | |
| (/ /) 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. | - | , , | - | | | |
| (/ /) | · | | <u> </u> | | | |
| Stock code (if listed) Class of shares | | | - | | | |
| issuable (<i>Note 1</i>) Subscription price | | | _ | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ | /) | - | | | |
| | | | - Cotal B. (| (Ordinary shares) Preference shares (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. N/A | outstanding | monui | montin | month | ulereto | montin |
| | | | | | | |
| 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) <u>3.</u> | (/ | /) | - | | | |
| | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | - | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ | /) | - | | | |
| <u>4.</u> | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ | /) | | dinary shares) erence shares) (Other class) | N/A N/A 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 | - | |
| | | |
| | | |
| | - | |
| | - | |
| | - | |
| | • | |
| (AGM dated / /) Ordinary shares (Note 1) | N/A | |
| | | |
| 2 | | |
| | | |
| shares (Note 1) | | |
| 3. | | |
| 5 | | |
| | | |
| shares (Note 1) | - | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A 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)

| Other Movements in Issued Share Capital |
|---|
|---|

| T | ype 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 (<i>Note 1</i>) | <u>N/A</u> | | | |
| 1. | Rights issue | At price : | State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (<i>Note 1</i>) | <u>N/A</u> | | | |
| 2. | Open offer | At price : | State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (<i>Note 1</i>) | <u>N/A</u> | | | |
| 3. | Placing | At price : | State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | AGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (<i>Note 1</i>) | <u>N/A</u> | | | |
| 4. | Bonus issue | At price : | State currency — | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |

| | | | | | For Main Board and GEM listed issuers | | | |
|----|----------------------|------------|-------------------|--|---------------------------------------|---|--|--|
| Т | ype 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) | <u>N/A</u> | | | |
| 5. | Scrip dividend | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares repurchased (Note 1) | <u>N/A</u> | | | |
| 6. | Repurchase of shares | At price : | State currency | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares redeemed (<i>Note 1</i>) | <u>N/A</u> | | | |
| 7. | Redemption of shares | At price : | State currency | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 8. | Consideration issue | At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | | | | | |

| | | | | I OI WIAIII | 00 | | Isted Issuels |
|---------|--------------------------------------|----------------|--|--|------|--|--|
| Т | ype 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) | <u>N/A</u> | | | |
| 9. | Capital reorganisation At price : | State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 10. | Other (Please specify) At price : | State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | rdinary sha ference sha (Other cla | res) | N/A | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 710,007 | | | | | | |
|--|-----|---------|--|--|--|--|--|--|
| | (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):

Submitted by: Chan Cheong Yee

 Director

 (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.*