



**Monthly Return of Equity Issuer on Movements in Securities**

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Vodatel Networks Holdings Limited

Date Submitted 1 February 2016

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|   |                        |  |   |
|---|------------------------|--|---|
| (1) Stock code : <u>8033</u> Description : <u>Vodatel Network</u> |                        |  |   |
|   | No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                               | <u>2,000,000,000</u>   | <u>HK\$0.10</u>                        | <u>HK\$200,000,000.00</u>                             |
| Increase/(decrease)   | <u>N/A</u>             |  | <u>N/A</u>  |
| Balance at close of the month                                     | <u>2,000,000,000</u>   | <u>HK\$0.10</u>                        | <u>HK\$200,000,000.00</u>                             |
| (2) Stock code : <u>N / A</u> Description : <u>N / A</u>          |                        |  |   |
|   | No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                               | _____                  | _____                                  | _____   |
| Increase/(decrease)   | _____                  |  | _____   |
| Balance at close of the month                                     | _____                  | _____                                  | _____   |

## 2. Preference Shares

|                                     |   |   |   |
|-------------------------------------|---|---|---|
| Stock code :                        | <u>  N / A  </u>                          | Description :                             | <u>  N / A  </u>                                      |
|                                     |   | No. of preference shares                  | Par value<br>( <i>State currency</i> )                |
|                                     |   |   | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | <u>                                  </u> | <u>                                  </u> | <u>                                  </u>             |
| Increase/(decrease)                 | <u>                                  </u> | <u>                                  </u> | <u>                                  </u>             |
| Balance at close of the month       | <u>                                  </u> | <u>                                  </u> | <u>                                  </u>             |

## 3. Other Classes of Shares

|                                     |   |   |   |
|-------------------------------------|---|---|---|
| Stock code :                        | <u>  N / A  </u>                          | Description :                             | <u>  N / A  </u>                                      |
|                                     |   | No. of other classes of shares            | Par value<br>( <i>State currency</i> )                |
|                                     |   |   | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | <u>                                  </u> | <u>                                  </u> | <u>                                  </u>             |
| Increase/(decrease)                 | <u>                                  </u> | <u>                                  </u> | <u>                                  </u>             |
| Balance at close of the month       | <u>                                  </u> | <u>                                  </u> | <u>                                  </u>             |

Total authorised share capital at the end of the month  
(*State currency*) :

HK\$200,000,000.00

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |       | No of preference | No. of other classes of shares |
|---------------------------------------|------------------------|-------|------------------|--------------------------------|
|                                       | (1)                    | (2)   | shares           |                                |
| Balance at close of preceding month   | 613,819,000            | N / A | N / A            | N / A                          |
| Increase/ (decrease) during the month | -                      | N / A | N / A            | N / A                          |
| Balance at close of the month         | 613,819,000            | 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<br>Exercise price:<br>( / / )   | N/A                       | N/A       | N/A                        | N/A    | N / A  | NIL   |
| Ordinary shares<br>(Note 1)  |                           |           |                            |        |  |   |
| 2. Share Option Scheme<br>Exercise price:<br>( / / )   |                           |           |                            |        | N / A  |   |
| Ordinary shares<br>(Note 1)  |                           |           |                            |        |  |   |
| 3. Share Option Scheme<br>Exercise price:<br>( / / )   |                           |           |                            |        | N / A  |   |
| Ordinary shares<br>(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<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3 N/A  |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| Total B.   |                                 |   |                                  |   | (Ordinary shares)  | N/A  |
|  |                                 |   |                                  |   | (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. 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. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 4. N/A   |                                |                                    |                            |                              |  |   |
| 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)                     |                                |                                    |                            |                              | 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. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> <hr/> shares (Note 1)               |  |   |
| 2. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> <hr/> shares (Note 1)               |  |   |
| 3. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> <hr/> shares (Note 1)               |  |   |
| <div style="text-align: right;">Total D. (Ordinary shares)</div>  | N/A  |   |
| <div style="text-align: right;">(Preference shares)</div>   | N/A  |   |
| <div style="text-align: right;">(Other class)</div>   | 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 (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A  | N / A   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A  | N / A   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A  | N / A   |
| 4. Bonus issue  |                                 | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A  | N / A   |

For Main Board and GEM listed issuers

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



For Main Board and GEM listed issuers

| 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                                    | N / A  | N / A   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N / A  | N / A   |
| Total E. (Ordinary shares) |   | N / A  |   |
| (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) | N / A |
|   | (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):

N / A

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Submitted by: **Foo Chun Ngai Redford**

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.*