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Monthly Return of Equity Issuer on Movements in Securities

 For the month ended (dd/mm/yyyy) :
 28/02/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Vodatel Networks Holdings Limited
Date Submitted	4 th March 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares						
(1) Stock code : <u>8033</u> Desc	ription :	ption : Vodatel Network				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	2,000,000,000	HK\$0.10	HK\$200,000,000.00			
Increase/(decrease)	N/A	-	N/A			
Balance at close of the month	2,000,000,000	HK\$0.10	HK\$200,000,000.00			
(2) Stock code : <u>N/A</u> Desc	ription :	١	N/A			
	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 :	k code : <u>N / A</u> Description :		1	N/A
		No. of preference shares	Par value e (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding n	nonth		
Increase/(decrease)				
Balance at close of t	he month			
3. Other Classes of S	Shares			

Stock code : <u>N / A</u> Desc		Description :	1	N/A
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth		
Increase/(decrease)				
Balance at close of	the month			

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 ordin	ary shares	No of preference	
	(1)	(2)	shares	No. of other classes of shares
Balance at close of preceding month	614,435,000	N/A	N/A	N / A
Increase/ (decrease) during the month		N/A	<u>N</u> /A	N / A
Balance at close of the month	614,435,000	N/A	N/A	N / A

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option S	Schemes of the	Issuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant thereto	issued pursuant thereto as at close of the month
approval date (dd/mm/yyyy) and —		Movement duri	ing the month		thereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option	Granted	LACICISCU	Caliconed	Lapsed		
Scheme adopted						
on 22/06/2012						
Exercise price:						
HK\$0.305						
Ordinary shares	N/A	N/A	N/A	302,000	N/A	27,146,000
(Note 1)	1N/A	1 N /A	1N/A	302,000	IN/A	27,140,000
(Note 1)						
2. Share Option						
Scheme						
Exercise price:						
1						
(/ /)						
Ordinary shares					N / A	
(Note 1)						
(11010-1)						
3. Share Option						
Scheme						
Exercise price:						
(/ /)						
Ordinary shares					N / A	
(Note 1)						
. /		To	otal A. (Ordin	nary shares)	N / A	
			(Prefere	ence shares)	N / A	
			(Other class)	N / A	
Total funds raised dur		from		N /	A	
exercise of options (St	ate currency)			,		

Warrants to Issue Shares of the Issuer which are to	o be Listed
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Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value a close of preceding month	during the	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
<u>1. N / A</u>	_					
	_					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) 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>)			-			
EGM approval date (if applicable))	_			
4. N/A	-		_			
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy))	_			
		Т		linary shares)		
				rence shares)		
				(Other class)	N / A	

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	6					
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						
(if applicable)						
	(/ /)					
4. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
			Total C. (Ordin			
				ence shares)		
			(0	Other class)	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. <u>N/A</u>	-	
	-	
(/ /)		
shares (Note 1)		<u> </u>
2. <u>N/A</u>		
	-	
shares (Note 1)		
3. <u>N/A</u>		
	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N / A	
(Other class)	N / A	
(Preference shares)	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)

Type of Issue	n Issued Share Capital				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				
1. Rights issue	At price : State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
	-	EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
2. Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
3. Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (<i>Note 1</i>)				
4. Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
		EGM approval date: (dd/mm/yyyy)	(/ /)		

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

	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 issuab (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	ole	N / A	N / A
			EGM approval date: (dd/mm/yyyy)	(//)		
10	Other	State	Class of shares issuab (<i>Note 1</i>)	le		
10.	(Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(//)	N / A	N / A
			Total E.	(Ordinary share	·	J/A
			(Preference share (Other clas	·	V/A V/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		
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)				

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(*Note 2*)

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(i) all money due to the listed issuer in respect of the issue of securities has been received by it;

(ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of

	Hong Kong Limited under "Qualifications of listing" have been fulfilled;
(iii)	all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
(iv)	all the securities of each class are in all respects identical (Note 3);
(v)	all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
(vi)	all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
(vii)	completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
(viii)	the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

N/A

Submitted by: Foo Chun Ngai Redford

 Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- *3. "Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid

up;

- they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
- they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. *If there is insufficient space, please append the prescribed continuation sheet.*