

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Vodatel Networks Holdings Limited
Date Submitted	6 th June 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : 8033 Descrit	iption :	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> Descri	iption :	tion : 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 :	N/A	Description :	1	N/A		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close o	f preceding mo	onth				
Increase/(decrease	e)		-			
Balance at close o	f the month					

3. Other Classes of Shares

Stock code :	<u>N/A</u> Description :		N / A			
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of	of preceding n	onth				
Increase/(decrease	e)		_			
Balance at close of	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 ordinary 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	N/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 S	Share Option So	chemes of the	Issuer)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date	N	Iovement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and — class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option	Granteu	Exercised	Cancenteu	Lapseu		
Scheme adopted						
on 22/06/2012						
Exercise price:						
HK\$0.305						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	27,146,000
(Note 1)	N/A	N/A	1N/A	IN/A	11/A	27,140,000
(Note 1)						
2. Share Option						
Scheme						
Exercise price:						
Exercise price.						
Ordinary shares					N / A	
· · · · · · · · · · · · · · · · · · ·					N/A	
(Note 1)						
3. Share Option						
Scheme						
Exercise price:						
Exercise price:						
					NI / A	
Ordinary shares					N / A	
(Note 1)		Т	stal A (Ondin	omu choroc)	NI / A	
		10	otal A. (Ordin	nce shares)	<u>N / A</u> N / A	
				· · · ·		
			((Other class)	N / A	
Total funds raised duri		rom		N /	A	
exercise of options (St	ate currency)					

Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal v nominal close value preceding	value at Exercised of 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
1. N / A	-				
	_				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy) 2. N / A	(/ /)				
	-				
(/ /)			<u> </u>		
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price					
(if applicable)					
(dd/mm/yyyy) 3 N / A	(/ /)				
	-				
(/ /)					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)	(/ /)				
4. N/A					
	_				
(/ /)					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price					
(if applicable)	(/ /)				
		Total B. (Ord	dinary shares)	N / A	
			erence shares)	N / A	
			(Other class)	N / A	

Convertibles (i.e. Convertible i Class and description <u>1. N / A</u>	Currency of Ar		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
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)				nary shares) ence shares) Other class)		

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)		
2. N/A		
	-	
(/ /) shares (Note 1)	_	
3. <u>N/A</u>	_	
	-	
	-	
shares (Note 1)	-	
	-	
Total D. (Ordinary shares)		
(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)

	Type of Issue	ssued 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
1.	Rights issue	At price : State	Class of shares issuable (<i>Note 1</i>) - Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /	N / A	N / A
2.	Open offer	At price : State	Class of shares issuable (<i>Note 1</i>) - Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /	N / A	N / A
3.	Placing	At price : State	Class of shares issuable (<i>Note 1</i>) - Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /	N / A	N/A
4.	Bonus issue		Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /	N / A	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
			Class of shares issuable (<i>Note 1</i>)				
5.	Scrip dividend At price	ce : State	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				
7.	Redemption of shares		redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy)	(/ /)	N / A	N / A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
		State	Class of shares issuable (<i>Note 1</i>)	(/ /)		
8.	Consideration issue At price	ce : 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) EGM approval date:	le (/ /)	N / A	N/A
			(dd/mm/yyyy) Class of shares issuab	le		
10.	Other (Please specify)	At price : State	(Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(//)	N / A	N/A
			Total E.	(Ordinary share Preference share (Other clas	s) <u>N</u>	V/A 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; all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be (vi) delivered in accordance with the terms of issue; completion has taken place of the purchase by the issuer of all property shown in the listing document to have (vii) been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, (viii) 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.