

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/12/2014 | |
|------------------------------------|------------|--|
|------------------------------------|------------|--|

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Mastermind Capital Limited | |
|----------------|----------------------------|--|
| Date Submitted | 02/01/2015 | |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|---------------------------------------|---------------------------|----------------------------------|---|
| (1) Stock code : <u>00905</u> Descrip | otion : Ordinary | Shares | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | 4,000,000,000 | 0.25 | 1,000,000,000 |
| Increase/(decrease) | | | |
| Balance at close of the month | 4,000,000,000 | 0.25 | 1,000,000,000 |
| (2) Stock code : <u>N/A</u> Descrip | otion : | | |
| | 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> Descri | iption : | | |
|-------------------------------------|--------------------------|----------------------------------|---|
| | 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 : <u>N/A</u> Descri | iption : | | |

| | 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 (HK) :

1,000,000,000

II. Movements in Issued Share Capital

| | No. of ord | linary shares | No of preference | No. of other classes |
|--|-------------|---------------|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 311,738,600 | N/A | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | - | N/A | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | 311,738,600 | N/A | <u>N/A</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme | | | | | No. of new shares of issuer issued during | No. of new shares of issuer which may be |
|---|---------------|------------------|----------------|--------------|---|--|
| including EGM | | | | | the month pursuant | issued pursuant thereto |
| approval date | | Movement duri | ing the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | | 0 | | - | |
| class of shares | ~ . | | ~ | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share option | | | | | | |
| Scheme | | | | | | |
| Exercise price : | | | | | | |
| HK\$2.7 | | | | | | |
| (12/01/2009) | | | | | | |
| Ordinary shares | - | - | | | - | 3,250,000 |
| (Note 1) | | | | | | |
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| 2. | | | | | | |
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| shares | | | | | | |
| (Note 1) | <u> </u> | | | | | |
| (Ivole 1) | | | | | | |
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| 3. | | | | | | |
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| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | Тс | otal A. (Ordin | ary shares) | | |
| | | | | nce shares) | | |
| | | | | Other class) | | |
| Total funds reject due | ing the month | from avaraise | | | | |
| Total funds raised dur options (State currence | | i nom exercise c | 1 | | | |
| options (State current | · y) | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value 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 |
|--|---|----------------------------------|--|--|--|
| <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 | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date | | | | | |
| (if applicable) (dd/mm/yyyy) <u>3.</u> | (/ /) | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | (/ /) | | | | |
| | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | |
| | Total | (Prefere | nary shares) ence shares) Other class) | | _ |

For Main Board and GEM listed issuers

| Convertibles (i.e. Convertible in | nto Shares of the I | ssuer which are to | be Listed) | | No. of new | No. of new |
|--|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | shares of issuer issued during the month pursuant thereto | 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 | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (/ /) | | | | | |
| 2. | | | | | | |
| | | | | | | |
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| | | | | | | |
| 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 (Note 1) | | | | | | |
| 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) | (/ /) | <u> </u> | | 1 | | |
| | | | Iotal C. (Ordii | nary shares) | | - |
| | | | (1101010) | ence shares) | | - |
| | | | | | | - |

For Main Board and GEM listed issuers

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 | | |
| | | |
| | - | |
| | - | |
| | | |
| 2. | | |
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| | | |
| | - | |
| shares (Note 1) | | · |
| 3. | | |
| J | | |
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| |] | |
| shares (Note 1) | | |
| | 4 | |
| Total D. (Ordinary shares) | | |
| (Preference shares) (Other class) | | |
| (Other class) | | |
| | | |

Other Movements in Issued Share Capital

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

| shares of issuer shares of issued during issuer which the month may be pursuant issued thereto pursuant thereto as at | | | | | For M | Iain Bo | ard and GEM list | ed issuers |
|---|----|---------------------|------------|--|-------|---------|--|---|
| (Note 1) (Note 1) (Note 1) (Seven and allotment (///) (dd/mm/yyyy) (//) (//) (//) (dd/mm/yyyy) (//) (//) (//) (dd/mm/yyyy) (//) (//) (//) (//) (//) (//) (// | | Type of Issue | | | | | shares of issuer issued during the month pursuant | issuer which may be issued pursuant thereto as at close of the |
| (Note 1) (Note 1) (Note 1) (Seven and allotment (///) (dd/mm/yyyy) (//) (//) (//) (dd/mm/yyyy) (//) (//) (//) (dd/mm/yyyy) (//) (//) (//) (//) (//) (//) (// | | | | | | | | |
| currency date : (dd/mm/yyyy) EGM approval date: $(/ / /)$ (dd/mm/yyyy) N/A 6. Repurchase of shares | 5. | Scrip dividend | | (<i>Note 1</i>) Issue and allotment | | /) | | |
| Idd/mr/yyyy) N/A N/A N/A N/A N/A N/A N/A N/A Class of shares (d/mn/yyy) EGM approval date: (/ /) N/A N/A N/A N/A N/A N/A Redemption of Redemption date : (/ /) (d/mn/yyy) EGM approval date: (/ /) (d/mn/yyyy) EGM approval date: (/ /) Redemption of Redemption date : (/ /) (d/mn/yyyy) EGM approval date: (/ /) (d/mn/yyyy) N/A N/A N/A N/A N/A N/A 8. Consideration issue At price : State Issue and allotment (/ /) (dd/mn/yyyy) AGM approval date: (/ /)) AGM approval date: (/ /) | | | currency | | (/ | /) | | |
| 6. Repurchase of shares Cancellation date : $(//)$) 6. Repurchase of shares Cancellation date : $(//)$) (d/mm/yyyy) EGM approval date: $(//)$) (d/mm/yyyy) N/A N/A N/A 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares (//) 8. Consideration issue At price : State currency Class of shares issuable (//) 8. Consideration issue At price : Mathematical State (//) Issue and allotment (//) (Mathematical Constraints) Issue and allotment (//) (AGM approval date: (//) (//) (AGM approval date: (//) (//) | | | | (dd/mm/yyyy) | | . , | <u>N/A</u> | <u>N/A</u> |
| shares $(dd/mm/yyy)$ EGM approval date: $(///)$ N/A N/A N/A N/A Class of shares | | | | | | | | |
| $(dd'mm/yyyy) \qquad (-1 - 7) \qquad N/A \qquad N/A \qquad N/A$ $(dd'mm/yyyy) \qquad (-1 - 7) \qquad N/A \qquad N/A \qquad N/A$ $(dd'mm/yyyy) \qquad Class of shares$ | 6. | | | | (/ | /) | | |
| 7. Redemption of shares redeemed (Note 1) 7. Redemption of shares Redemption date : $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$ EGM approval date: $(//)$ N/A N/A N/A State Class of shares issuable (Note 1) Image: State Image: State (Note 1) Image: State Image: State (Note 1) AGM approval date: $(//)$ AGM approval date: $(//)$ | | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | <u>N/A</u> | N/A |
| shares $(dd/mm/yyyy)$ EGM approval date: $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$ (dd/mm/yyyy) 8. Consideration issue At price : State currency Issue and allotment $(//)$ date : $(dd/mm/yyyy)$ AGM approval date: $(//)$ | | | | | | | | |
| 8. Consideration issue At price : $\begin{array}{c} State \\ currency \end{array} \\ \hline \\ AGM approval date: (///) \\ (d/mm/yyyy) \\ \hline \\ AGM approval date: (///) \\ (d/mm/yyyy) \\ \hline \\ \end{array}$ | 7. | | | Redemption date : (dd/mm/yyyy) | (/ | /) | | |
| 8. Consideration issue At price : State currency — Issue and allotment (/ /) date : (dd/mm/yyyy) AGM approval date: (/ /) | | | | | (/ | /) | <u>N/A</u> | <u>N/A</u> |
| 8. Consideration issue At price : State currency — Issue and allotment (/ /) date : (dd/mm/yyyy) AGM approval date: (/ /) (dd/mm/yyyy) | | | | | | | | |
| AGM approval date: (/ /) (dd/mm/yyyy) | 8. | Consideration issue | AL DEICE · | Issue and allotment | (/ | /) | | |
| <u>N/A</u> <u>N/A</u> | | | | AGM approval date: | (/ | /) | | |
| | | | | | | | 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 |
| | | | Class of shares issuable (<i>Note 1</i>) | <u>Ordinary</u> | | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | | |
| | | | | | <u>N/A</u> | <u>N/A</u> |
| | | | Class of shares issuable (Note 1) | | | |
| 10. | Other (Please specify) At pri | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | N/A | N/A |
| | | | Total E. (C (Pr | Ordinary share reference share (Other class | es) es) ss) | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) (2) | N/A 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): | | | | | | |
|-------------------|--|--|--|--|--|--|
| N/A | | | | | | |
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| Submitted by: | Lee Chan Wah | | | | | |
| Title: | Secretary | | | | | |
| | (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.