

# Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/y                 | yyy):           | 31/05/2009             |                                  |   |  |  |  |
|--|-----------------|------------------------|----------------------------------|---|--|--|--|
| To: Hong Kong Exchanges and Clearing Limited |                 |                        |                                  |   |  |  |  |
| Name of Issuer                               | ictory City     | International Ho       | oldings Limite                   | ed  |  |  |  |
| Date Submitted 0                             | 4/06/2009       |                        |                                  |   |  |  |  |
| I. Movements in Authorised Shar              | re Capital      |                        |                                  |   |  |  |  |
| 1. Ordinary Shares                           |                 |                        |                                  |   |  |  |  |
| (1) Stock code : <u>00539</u>                | Description     | ordinary               | Shares                           |   |  |  |  |
|  | N               | To. of ordinary shares | Par value<br>(State<br>currency) | Authorised share capital (State currency) |  |  |  |
| Balance at close of preceding mo             | onth <u>40,</u> | 000,000,000            | HK\$0.01                         | HK\$400,000,000                           |  |  |  |
| Increase/(decrease)                          | <u>N/A</u>      | A                      | N/A                              | N/A                                       |  |  |  |
| Balance at close of the month                | 40,             | 000,000,000            | HK\$0.01                         | HK\$400,000,000                           |  |  |  |
| (2) Stock sode :                             | Description     | n:                     |                                  |   |  |  |  |
|  | N               | lo. of ordinary shares | Par value<br>(State<br>currency) | Authorised share capital (State currency) |  |  |  |
| Balance at close of preceding mo             | onth            |                        |                                  |   |  |  |  |
| Increase/(decrease)                          |                 |                        |                                  |   |  |  |  |
| Balance at close of the month                |                 |                        |                                  |   |  |  |  |

### 2. Preference Shares

| Stock eode :Descri                  | ption :                  |                                  |   |
|-------------------------------------|--------------------------|----------------------------------|---|
|                                     | No. of preference shares | Par value<br>(State<br>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:Desc                     | eription:                      |                                  |   |
|-------------------------------------|--------------------------------|----------------------------------|---|
|                                     | No. of other classes of shares | Par value<br>(State<br>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\$400,000,000

## II. Movements in Issued Share Capital

|  |               | inary shares |        | No. of other classes |
|--|---------------|--------------|--------|----------------------|
|  | (1)           | (2)          | shares | of shares            |
| Balance at close of preceding month      | 1,025,494,999 |              |        |                      |
| Increase/ (decrease)<br>during the month | N/A           |              |        |                      |
| Balance at close of the month            | 1,025,494,999 |              |        |                      |

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM | onur opuon,   | schemes of the is | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, |             | 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                                    |               | 3.6               | .1 .1                                   |             | thereto  | as at close of the month   |
| (dd/mm/yyyy) and —                               |               | Movement during   | g the month                             |             | ·  | as at close of the month   |
| class of shares                                  |               |                   |   |             |  |  |
| issuable   | Granted       | Exercised         | Cancelled                               | Lapsed      |  |  |
| 1.   | 0             | 0                 | 0                                       | 0           | 0  | 27,835,419   |
| Exercise Price:                                  |               | -                 |   | -           |  | (adjusted)   |
| HK\$2.20   |               |                   |   |             |  | (**************************************                          |
| (adjusted)                                       |               |                   |   |             |  |  |
| (23/08/2002)                                     |               |                   |   |             |  |  |
| Ordinary shares                                  |               |                   |   |             |  |  |
| (Note 1)   |               |                   |   |             |  | -  |
| (=,=,=,  |               |                   |   |             |  |  |
| 2.   | 0             | 0                 | 0                                       | 0           | 0  | 48,951,943   |
| Exercise Price:                                  |               | -                 |   |             | ·  | (adjusted)   |
| HK\$2.85   |               |                   |   |             |  | (  |
| (adjusted)                                       |               |                   |   |             |  |  |
| (28/08/2003)                                     |               |                   |   |             |  |  |
| Ordinary shares                                  |               |                   |   |             |  |  |
| (Note 1)   |               |                   |   | _           |  | -  |
| (11010 1)  |               |                   |   |             |  |  |
| 3.   | 0             | 0                 | 0                                       | 0           | 0  | 51,404,871   |
| Exercise Price:                                  | · ·           | Ů                 | · ·                                     | · ·         | · ·  | (adjusted)   |
| HK\$2.95   |               |                   |   |             |  | (3)  |
| (adjusted)                                       |               |                   |   |             |  |  |
| (18/08/2004)                                     |               |                   |   |             |  |  |
| Ordinary shares                                  |               |                   |   |             |  |  |
| (Note 1)   |               |                   |   |             |  |  |
| (1.010 1)  |               | Tota              | al A. (Ordina                           | ary shares) | 0  |  |
|  |               | 100               |   | nce shares) | N/A  |  |
|  |               |                   | •                                       | ther class) | N/A  |  |
| Total funds raised duri                          | ing the month | from exercise of  | (3                                      |             | 11/11  |  |
| options (State currency                          |               | HOIH CACICISC OF  |   |             | HK\$0  |  |
| Trans (State Carrente,                           |               |                   |   |             | <u></u>  |  |

| Warrants to Issue Shares of the Is                    | suer which are                  | to be Listed                                      |                            |                                     |  |  |
|---|---------------------------------|---|----------------------------|-------------------------------------|--|--|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | f Nominal value at<br>close of<br>preceding month | Exercised during the month | Nominal value at close of the 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.  | -                               |   |                            |                                     |  |  |
|   | _                               |   |                            |                                     |  |  |
| ( / )   | -                               |   |                            |                                     |  | <del>.</del>   |
| Stock code (if listed) Class of shares                |                                 |   |                            |                                     |  |  |
| issuable (Note 1)                                     |                                 |   |                            |                                     |  |  |
| Subscription price EGM approval date                  |                                 |   |                            |                                     |  |  |
| (if applicable)                                       |                                 |   |                            |                                     |  |  |
| (dd/mm/yyyy)  | ( /                             | / )   |                            |                                     |  |  |
| 2.  | _                               |   |                            |                                     |  |  |
|   | _                               |   |                            |                                     |  |  |
| ( / / )   |                                 |   |                            |                                     |  | <u> </u>   |
| Stock code (if listed) Class of shares                | $\overline{}$                   |   |                            |                                     |  |  |
| issuable (Note 1)                                     |                                 |   |                            |                                     |  |  |
| Subscription price                                    |                                 |   |                            |                                     |  |  |
| EGM approval date (if applicable)                     |                                 |   |                            |                                     |  |  |
| (dd/mm/yyyy)  | ( /                             | / )   |                            |                                     |  |  |
| 3.  | _                               |   |                            |                                     |  |  |
| -   | _                               |   |                            |                                     |  |  |
| ( / / )   | -                               |   | <u> </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> )            |                                 |   |                            |                                     |  |  |
| Subscription price                                    |                                 |   |                            |                                     |  |  |
| EGM approval date (if applicable)                     |                                 |   |                            |                                     |  |  |
| (dd/mm/yyyy)  | ( /                             | / )   |                            |                                     |  |  |
|   |                                 | Total   | R (Ordi                    | nary shares)                        |  |  |
|   |                                 | 1014  | (Prefere                   | ence shares)                        |  | - \  |
|   |                                 |   | (                          | Other class)                        |  | -  |

| Class and description                          | Currency of<br>amount<br>outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the 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.   | outstanding                          | month                              | пони                       | Пони                         |  |  |
|  | <del>-</del><br>-                    |                                    |                            |                              |  |  |
|  | <u> </u>                             |                                    |                            |                              |  |  |
| Stock code (if listed) Class of shares         |                                      |                                    |                            |                              |  |  |
| issuable ( <i>Nate 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) | ( / / )                              |                                    |                            |                              |  |  |
| 3.   | <u> </u>                             | _ \                                |                            |                              |  |  |
|  | _                                    |                                    |                            |                              |  |  |
|  | _                                    |                                    |                            |                              |  |  |
| Stock code (if listed) Class of shares         |                                      |                                    |                            |                              |  |  |
| issuable (Note 1)                              |                                      |                                    |                            |                              |  |  |
| Subscription price EGM approval date           |                                      |                                    |                            | \                            |  |  |
| (if applicable)                                |                                      |                                    |                            |                              |  |  |
| (dd/mm/yyyy)<br>4.                             | ( / / )                              |                                    |                            |                              |  |  |
|  | _<br>_                               |                                    |                            |                              |  |  |
|  | _                                    |                                    |                            |                              | \  |  |
| Stock code (if listed)                         |                                      |                                    |                            |                              | <del>\</del>   |  |
| Class of shares                                |                                      |                                    |                            |                              |  |  |
| issuable ( <i>Note 1</i> ) Subscription price  |                                      |                                    |                            |                              |  |  |
| EGM approval date                              |                                      |                                    |                            |                              |  |  |
| (if applicable)<br>(dd/mm/yyyy)                | ( / / )                              |                                    |                            |                              |  |  |
|  | ,                                    |                                    | Total C. (Ordin            |                              |  | _  |
|  |                                      |                                    |                            | ence shares)<br>Other class) |  | -  |

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)

| 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<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| ( / / ) shares (Note 1)   |   |   |
| 2   |   |   |
| 3   |   |   |
| Total D. (Ordinary shares) (Preference shares) (Other class)  |   |   |

| Class of shares issuable (Note 1)  1. Rights issue  At price: State currency  EGM approval date: (dd/mm/yyyy)  Class of shares issuable (///)  (dd/mm/yyyy)  Class of shares issuable (///)  State currency  EGM approval date: (dd/mm/yyyy)  Class of shares issuable (///)  Class of shares issuable (///)   | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto |               |     |  |                | - Similar  | Type of Issue |    |
|--|---|--|---------------|-----|--|----------------|------------|---------------|----|
| 1. Rights issue  At price: State currency  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  Class of shares issuable (Note 1)  Issue and allotment (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  Class of shares issuable (Note 1)  Issue and allotment (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy) |   |  |               | · - | Class of shares issuable               |                |            | J             |    |
| Class of shares issuable (// / )  Class of shares issuable (// / )  Class of shares issuable (// / )  EGM approval date: (// / )  Class of shares issuable (// / )  EGM approval date: (// / )                 |   |  |               |     | (Note 1)                               |                |            |               | `  |
| Class of shares issuable (Note 1)  2. Open offer At price: State currency    State (Note 1)  Issue and allotment (//) date: (dd/mm/yyyy)  EGM approval date: (//) (dd/mm/yyyy)  Class of shares issuable (Note 1)  Issue and allotment (//) date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  |   |  | / / )         | (   |  |                | At price : | Rights issue  | 1. |
| 2. Open offer  At price: State currency  Bissue and allotment ( / / )  EGM approval date: ( ( / / )  ( ( dd/mm/yyyy)   Class of shares issuable ( / / )  State ( ( dd/mm/yyyy)   Class of shares issuable ( / / )  EGM approval date: ( / / )  State ( ( dd/mm/yyyy)  EGM approval date: ( / / )  EGM approval date: ( / / )  Class of shares issuable ( / / )  Class of shares issuable   |   |  | / / )         | (   | EGM approval date: (dd/mm/yyyy)        |                |            |               |    |
| 2. Open offer  At price: State currency  Bissue and allotment ( / / )  EGM approval date: ( ( / / )  ( ( dd/mm/yyyy)   Class of shares issuable ( / / )  State currency  Class of shares issuable ( / / )  EGM approval date: ( / / )  State ( ( dd/mm/yyyy)  EGM approval date: ( / / )  EGM approval date: ( / / )  Class of shares issuable ( / / )  Class of shares issuable   |   |  |               |     |  |                |            |               |    |
| 2. Open oner At price: currency date: (dd/mm/yyyy)  EGM approval date: (/ / / )  (dd/mm/yyyy)  3. Placing At price: State currency Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (/ / / )  Glass of shares issuable (/ / / )  EGM approval date: (dd/mm/yyyy)  EGM approval date: (/ / / )  Class of shares issuable (/ / / )   |   |  |               | · - |  |                |            |               |    |
| BGM approval date: ( / / / )  Class of shares issuable ( / / / )  State (Note 1)  Issue and allotment ( / / ) date: (dd/mm/xyyy)  EGM approval date: ( / / )  Class of shares issuable ( / / )   |   |  | / / )         | (   |  | State currency | At price : | Open offer    | 2. |
| 3. Placing  At price: State currency  Issue and allotment ( / / ) date: (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  Class of shares issuable  |   |  | / / )         | (   | EGM approval date:                     |                |            |               |    |
| 3. Placing  At price: State currency  Issue and allotment ( / / ) date: (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  Class of shares issuable  |   |  |               |     |  |                |            |               |    |
| S. Placing At price: currency date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  Class of shares issuable  |   |  |               | · - | `                                      |                |            |               |    |
| (dd/mm/yyyy)  Class of shares issuable   |   |  | / / )         | (   | Issue and allotment date: (dd/mm/yyyy) |                | At price : | Placing       | 3. |
|  |   |  | / / )         | (   |  |                |            |               |    |
|  |   |  |               | \   |  |                |            |               |    |
|  |   |  | $\overline{}$ | ; _ |  |                |            |               |    |
| 4. Bonus issue  Issue and allotment ( / / ) date: (dd/mm/yyyy)   |   |  | / / )         | (   |  |                |            | Bonus issue   | 4. |
| EGM approval date: ( / / ) (dd/mm/yyyy)  |   |  | / / )         | (   | EGM approval date:                     |                |            |               |    |

For Main Board and GEM listed issuers

|     | Type of Issue        |            |                  |   | TO Main      | Dom | 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 |
|-----|----------------------|------------|------------------|---|--------------|-----|--|---|
| igg | Type of issue        |            |                  |   |              |     |  |   |
|     |                      |            |                  |   |              |     |  |   |
|     |                      |            |                  | Class of shares issuable (Note 1)       | <del>-</del> |     |  |   |
| 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)    |              |     |  |   |
| 6.  | Repurchase of shares |            |                  | Cancellation date : (dd/mm/yyyy)        | ( / /        | )   |  |   |
|     |                      |            |                  | EGM approval date: (dd/mm/yyyy)         | ( / /        | )   |  |   |
|     |                      |            |                  |   |              |     |  | -   |
|     |                      |            |                  | Class of shares redeemed (Note 1)       |              |     |  |   |
| 7.  | Redemption of shares |            |                  | Redemption date : (dd/mm/yyyy)          | ( / /        | )   |  |   |
|     |                      |            |                  | 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) | ( / /        | )   |  |   |
|     |                      |            |                  | EGM approval date: (dd/mm/yyyy)         | ( / /        | )   |  |   |
|     |                      |            |                  |   |              |     |  |   |

For Main Board and GEM listed issuers

|   | TOI Maili Boai              |               |               |
|---|-----------------------------|---------------|---------------|
|   |                             | No. of new    | No. of new    |
|   |                             | shares of     | shares of     |
|   |                             | issuer issued | issuer which  |
|   |                             | during the    | may be        |
|   |                             | month         | issued        |
|   |                             | pursuant      | pursuant      |
|   |                             | thereto       | thereto as at |
|   |                             |               | close of the  |
| Type of Issue                               |                             |               | month         |
| Type of issue                               |                             |               |               |
|   | Cl 6 . 1                    |               |               |
|   | Class of shares issuable    |               |               |
|   | (Note 1)                    |               |               |
| O Comital                                   | Issue and allotment ( / / ) |               |               |
| 9. Capital                                  |                             |               |               |
| reorganisation                              | date : (dd/mm/yyyy)         |               |               |
|   | EGM approval date: ( / / )  |               |               |
|   | EGIT approvar date.         |               |               |
|   | (dd/mm/yyyy)                |               |               |
|   |                             |               |               |
|   |                             |               |               |
|   |                             |               |               |
|   |                             |               |               |
|   |                             |               |               |
|   | Class of shares issuable    |               |               |
|   |                             |               |               |
|   | (Note 1)                    |               |               |
| 10. Other  (Please specify) At price: State | Issue and allotment ( / / ) |               |               |
| (Please specify) At price currency          | issue und unotinent         |               |               |
|   | date : (dd/mm/yyyy)         |               |               |
|   | ECM ammond data.            |               |               |
|   | EGM approval date:          |               |               |
|   | (dd/mm/yyyy)                | $\overline{}$ |               |
|   |                             |               |               |
|   | Total E. (Ordinary share    | s)            |               |
|   | (Preference share           |               |               |
|   | (Other clas                 |               | -             |
|   | `                           | ·             | _ \           |
|   |                             |               |               |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) |  |  |  |  |
|--|-----|--|--|--|--|
|  | (2) |  |  |  |  |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        |     |  |  |  |  |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  | -   |  |  |  |  |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |  |  |  |  |

| Remarks (if any):  |  |             |
|--|--|-------------|
|  |  |             |
|  |  |             |
|  |  |             |
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|  |  |             |
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|  |  |             |
|  |  |             |
|  |  |             |
|  |  |             |
| Submitted by:  | Lee Chung Shing                          | <del></del> |
| Title:   | Company Secretary                        |             |
| (Director Section Sect | retary or other duly authorised officer) | <del></del> |
| (Director, Secretary of other duty additionised 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.