

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

For the month ended  
(dd/mm/yyyy) :

31/03/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

CULTURECOM HOLDINGS LIMITED

Date Submitted

3 April 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

|  |                           |                                  |   |
|--|---------------------------|----------------------------------|---|
| (1) Stock code : <u>343</u> Description : <u>ORDINARY SHARES</u> |                           |                                  |   |
|  | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month                              | <u>200,000,000,000</u>    | <u>HK\$0.01</u>                  | <u>HK\$2,000,000,000</u>                        |
| Increase/(decrease)  | <u>-</u>                  |                                  | <u>-</u>  |
| Balance at close of the month                                    | <u>200,000,000,000</u>    | <u>HK\$0.01</u>                  | <u>HK\$2,000,000,000</u>                        |
| (2) Stock code : _____ Description : _____                       |                           |                                  |   |
|  | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month                              | _____                     | _____                            | _____   |
| Increase/(decrease)  | _____                     |                                  | _____   |
| Balance at close of the month                                    | _____                     | _____                            | _____   |

## 2. Preference Shares

|                                     |                          |  |   |
|-------------------------------------|--------------------------|--|---|
| Stock code : _____                  | Description : _____      |  |   |
|                                     | 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 | _____                    | _____                                  | _____   |
| Increase/(decrease)                 | _____                    |  | _____   |
| Balance at close of the month       | _____                    | _____                                  | _____   |

## 3. Other Classes of Shares

|                                     |                                |  |   |
|-------------------------------------|--------------------------------|--|---|
| Stock code : _____                  | Description : _____            |  |   |
|                                     | 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 | _____                          | _____                                  | _____   |
| Increase/(decrease)                 | _____                          |  | _____   |
| Balance at close of the month       | _____                          | _____                                  | _____   |

Total authorised share capital at the end of the month (*State currency*) : HK\$2,000,000,000

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |     | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
|                                       | (1)                    | (2) |                         |                                |
| Balance at close of preceding month   | 1,390,656,816          |     |                         |                                |
| Increase/ (decrease) during the month | -                      |     |                         |                                |
| Balance at close of the month         | 1,390,656,816          |     |                         |                                |

## 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 approved and adopted on (21 /08 /2002) Ordinary shares (Note 1)                    | NIL                       | NIL       | NIL                        | NIL    | NIL  | 82,593,130  |
| 2.Share option scheme approved and adopted on (12 /08/2013) Ordinary shares (Note 1)                     | NIL                       | NIL       | NIL                        | NIL    | NIL  | NIL   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares<br>(Note 1)  |                           |           |                            |        |  |   |
|  |                           |           | Total A. (Ordinary shares) |        | NIL  |   |
|  |                           |           | (Preference shares)        |        | N/A  |   |
|  |                           |           | (Other class)              |        | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            | NIL    |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | 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 |
|---|---------------------------------|--|----------------------------------|---|---|---|
| 1. Private placing of un-listed warrants  | HK\$                            | 53,652,000   | NIL                              | 53,652,000                                | NIL   | 44,710,000  |
| ( 01 / 08 / 2017 )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / )                    |                                 |  |                                  |   |   |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |  |                                  |   |   |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |  |                                  |   |   |   |
| 4. _____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |  |                                  |   |   |   |
|   |                                 |  |                                  | Total B.                                  | (Ordinary shares)   | NIL   |
|   |                                 |  |                                  |   | (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.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ | ( / / )                        |                                    |                            |                              |  |   |
| 2.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ | ( / / )                        |                                    |                            |                              |  |   |
| 3.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ | ( / / )                        |                                    |                            |                              |  |   |
| 4.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ | ( / / )                        |                                    |                            |                              |  |   |
| Total C. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____   |                                |                                    |                            |                              | NIL  | N/A   |
|  |                                |                                    |                            |                              | 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. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares (Note 1)                                    |  |   |
| 2. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares (Note 1)                                    |  |   |
| 3. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares (Note 1)                                    |  |   |
| _____ Total D. (Ordinary shares)<br>_____ (Preference shares)<br>_____ (Other class)                    |  |   |

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 _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy) | _____  | _____   |
| 2. Open offer   | At price : | State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy) | _____  | _____   |
| 3. Placing      | At price : | State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy) | _____  | _____   |
| 4. Bonus issue  |            |                      | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>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 |
|---------------|----------------------|---------------------------------|---|--|---|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy ) | _____  | _____   |
| 6.            | Repurchase of shares |                                 | Class of shares _____<br>repurchased ( <i>Note 1</i> )<br>Cancellation date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy )     | _____  | _____   |
| 7.            | Redemption of shares |                                 | Class of shares _____<br>redeemed ( <i>Note 1</i> )<br>Redemption date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy )          | _____  | _____   |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : ( dd / mm / yyyy )<br>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 _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / ) (dd/mm/yyyy)                                    |  |   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / ) (dd/mm/yyyy) |  |   |
|                            |  | Total E. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ | NIL<br>N/A<br>N/A   |

|   |     |     |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | NIL |
|   | (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):

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Submitted by: KWAN KIN CHUNG

Title: DIRECTOR  
(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.*