

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

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

30/06/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Suncity Group Holdings Limited

Date Submitted

03/07/2017

**I. Movements in Authorised Share Capital****1. Ordinary Shares**

(1) Stock code : 1383 Description : SUNCITY GROUP

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>50,000,000,000</u>	<u>0.10</u>	<u>5,000,000,000.00</u>
Increase/(decrease)	<u>N/A</u>		<u>N/A</u>
( )			
Balance at close of the month	<u>50,000,000,000</u>	<u>0.10</u>	<u>5,000,000,000.00</u>

(2) Stock code : N/A Description : 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	_____	_____	_____



### 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		
<u>1.Share Option Scheme</u>						
<u>Exercise Price -HK\$3.822</u>						
<u>(31/01/2007)</u>						
Ordinary shares	--	--	--	--	--	3,558,149
<u>2.Share Option Scheme</u>						
<u>Exercise Price -HK\$0.344</u>						
<u>(31/01/2007)</u>						
Ordinary shares	--	--	--	--	--	92,400,187
<u>3.Share Option Scheme</u>						
<u>Exercise Price -HK\$0.202</u>						
<u>(02/06/2016)</u>						
Ordinary shares	--	--	--	--	--	150,000,000
<u>4.Share Option Scheme</u>						
<u>Exercise Price -HK\$0.7</u>						
<u>(02/06/2016)</u>						
Ordinary shares	--	--	--	--	--	37,000,000
<b><u>Sub-total:</u></b>						<b><u>282,958,336</u></b>
Total A.			(Ordinary shares)		N/A	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (State currency)					N/A	

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

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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
1. _____ _____ _____ (   /   /   ) Stock code (if listed) Class of shares issuable ( <i>Note 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. _____ _____ _____ (   /   /   ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) 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)	_____	_____	_____	_____	_____	_____
				Total B.	(Ordinary shares)	N/A
					(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
<u>1. Convertible Bonds</u>						
	HKD	570,000,000	N/A	570,000,000	N/A	2,192,307,692
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )	Ordinary					
Subscription price	HK\$0.260					
EGM approval date (if applicable) (dd/mm/yyyy)	14/11/2016					
<u>2.</u>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<u>3.</u>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<u>4.</u>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
Total C. (Ordinary shares)					<u>N/A</u>	
(Preference shares)					<u>N/A</u>	
(Other class)					<u>N/A</u>	

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 <hr/> <hr/> <div style="text-align: right;">( / / )</div> shares (Note 1)		
2. <hr/> <hr/> <div style="text-align: right;">( / / )</div> shares (Note 1)		
3. <hr/> <hr/> <div style="text-align: right;">( / / )</div> shares (Note 1)		
<div style="text-align: right;">Total D. (Ordinary shares)</div>	N/A	
<div style="text-align: right;">(Preference shares)</div>	N/A	
<div style="text-align: right;">(Other class)</div>	N/A	

## 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 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 currency	_____	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 currency	_____	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	At price :	State currency	_____	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	
5.	Scrip dividend	At price :	State currency	_____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
6.	Repurchase of share	At price :	State currency	_____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
7.	Redemption of share	At price :	State currency	_____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
8.	Consideration issue	At price :	State currency	_____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
9.	Capital reorganisation	At price :	State currency	_____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>



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
10. Others (please specify)	At price :	State currency	Class of shares issuable (Note 1) _____	( / / )	
			Issue and allotment date : (dd/mm/yyyy)	( / / )	
			EGM approval date: (dd/mm/yyyy)		
				<u>N/A</u>	<u>N/A</u>
Total E. (Ordinary shares)				<u>N/A</u>	
(Preference shares)				<u>N/A</u>	
(Other class)				<u>N/A</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>N/A</u>
	(2)	<u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>N/A</u>
<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: Tong Wing Chi

Title: Company 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.*