

For the month ended

## Monthly Return of Equity Issuer on Movements in Securities

(aa/mm/yyyy) :	yyy): 31/12/2016						
To : Hong Kong Exchanges	and Clear	ring Limited					
Name of Issuer Sitoy Group Holdings Limited  Date Submitted 3 January 2017							
I. Movements in Authorised	Share Ca	pital					
1. Ordinary Shares							
(1) Stock code : <u>1023</u>	Descrip	tion :	Ordinary	Shares			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of precedir	ng month_	3,000,000,000	0.10	300,000,000			
Increase/(decrease)	<u> 1</u>	N/A		N/A			
Balance at close of the mon	th _	3,000,000,000	0.10	300,000,000			
(2) Stock code : N/A	Descrip	tion :					
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of precedir	ng month_						
Increase/(decrease)	_						
Balance at close of the mon	th _						

2. Preference Shares				
Stock code : N/A	Descript	ion :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	eceding month_			
Increase/(decrease)	_		_	
Balance at close of th	e month			
3. Other Classes of S	hares			
Stock code : <u>N/A</u>	Descript	ion :		
		No. of other classes of shares	Par value (State currency)	capital
Balance at close of pr	eceding month_			
Increase/(decrease)	<del>-</del>		_	
Balance at close of th	e month			
Total authorised share (HK\$):	e capital at the er	nd of the month		300,000,000
II. Movements in Issu	ed Share Capital			
	No. of ordin	ary shares (2)	No of preferer shares	nce No. of other classes of shares
Balance at close of preceding month	1,001,532,000			
Increase/ (decrease) during the month	N/A			
Balance at close of the month	1,001,532,000			

Share Options (under Share Option Schemes of the Issuer)

(dd/mm/yyyy) and class of shares issuable         Granted         Exercised         Cancelled         Lapsed           1. Share Option Scheme         (15/11/2011)         2.103,000*           (Note 1)         2.         2.103,000*           (Note 1)         3.         3.           (Note 1)         Total A. (Ordinary shares) (Note 1)         N/A (Preference shares) N/A (Other class)           (Note 1)         N/A (Other class)         N/A (Other class)	Particulars of share option scheme including EGM approval date		Movement durir	ng the month			No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Sisuable   Granted   Exercised   Cancelled   Lapsed	(dd/mm/yyyy) and						
1. Share		Granted	Exercised	Cancelled	Lapsed		
Scheme   (15/11/2011)   (15/11/201					<u> </u>		
Continuity shares   Cont	Option						
Ordinary shares	Scheme						
Ordinary shares	/15/11/2011)						
(Note 1)  2.  (/ / )							2 102 000*
2							2,105,000
	(14010-1)						
Note 1    3.	2.						
Note 1    3.							
Note 1    3.							
Note 1    3.							
Note 1    3.	shares						
3			<del></del>				
	,						
Shares  (Note 1)  Total A. (Ordinary shares) N/A  (Preference shares) N/A  (Other class) N/A  Total funds raised during the month from exercise	3.						
Shares  (Note 1)  Total A. (Ordinary shares) N/A  (Preference shares) N/A  (Other class) N/A  Total funds raised during the month from exercise							
Shares  (Note 1)  Total A. (Ordinary shares) N/A  (Preference shares) N/A  (Other class) N/A  Total funds raised during the month from exercise							
Shares  (Note 1)  Total A. (Ordinary shares) N/A  (Preference shares) N/A  (Other class) N/A  Total funds raised during the month from exercise	( / / )						
(Other class) N/A  Total funds raised during the month from exercise	,		Tota	I A. (Ordina	ry shares)	N/A	
Total funds raised during the month from exercise				(Preference	ce shares)		
				(Ot	ther class)	N/A	
of options (State currency) N/A			onth from exerci	se			
	of options (State cu	rrency)			N/A		

<sup>\*</sup> No. of share options as at 31 December 2016 : 6,299,000 share options (2,103,000 share options vested and 4,196,000 share options unvested)

Warrants to Issue Shares of the	e Issuer which	are to be Liste	ed			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	e 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 (Note 1)						
Subscription price EGM approval date			<u></u>			
(if applicable) (dd/mm/yyyy)	( / /	)	_			
2.						
·						
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.						
( / / ) Stock code (if listed)						-
			<u> </u>			
Subscription price EGM approval date			_			
(if applicable) (dd/mm/yyyy)	( / /	)	_			
		Total	B. (Ordina	ary shares)	N/A	
				ice shares)	N/A	<del>-</del> -
			•	ther class)	N/A	=

Cor	nvertibles (i.e. Convertible	into Shares of	the Issuer w	vhich are to be List	ed)	No. of new	No. of new
Cla	ss and description	Currency o amount outstanding	precedir	of Converted ng during the	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
<u>1.</u>							
		<u> </u>					
		<u> </u>					
	Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
	EGM approval date (if applicable) (dd/mm/yyyy))	( / /	)				
<u>2.</u> 		_ _ _					
	Stock code (if listed) Class of shares issuable (Note 1)						
3.	Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
	Stock code (if listed) Class of shares issuable (Note 1)						
	Subscription price EGM approval date (if applicable)						
4.	(dd/mm/yyyy)	(	)				
-		_					
	Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
	EGM approval date (if applicable)						
	(dd/mm/yyyy)	( / /	)	Total C. (Ordina	ary shares)	N/A	
					nce 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)

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		
-		
	1	
shares (Note 1)		
2.		
-	1	
shares (Note 1)		
3.		
-		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	•
(Other class)	N/A	•
(Other oldes)	1 1/11	•

Ot	her Movements in	n Issued Sh	are Capital						Nicotor	NI C
	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
	Type of issue									
				Class of shares issuable (Note 1)	_					
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	/	/	)		
				EGM approval date: (dd/mm/yyyy)	(	/	/	)		_
				Class of shares issuable (Note 1)						
2.	Open offer	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(	/	/	)		
			·	EGM approval date: (dd/mm/yyyy)	(	/	/	)		
				Class of shares issuable (Note 1)						
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	/	/	)		
				EGM approval date: (dd/mm/yyyy)	(	/	/	)		
				Class of shares issuable (Note 1)	_					
4.	Bonus issue			Issue and allotment date: (dd/mm/yyyy)	(	/	/	)		
				EGM approval date: (dd/mm/yyyy)	(	/	/	)		
				Class of shares issuable (Note 1)	_					
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(	/	/	)		
				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
	Type of issue		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)	(	/ /	)		
			Class of shares issuable (Note 1)					
9.	Capital reorganisation		Issue and allotment date: (dd/mm/yyyy)	(	/ /	)		
			EGM approval date: (dd/mm/yyyy)	(	/ /	)		_
			Class of shares issuable (Note 1)					
10	O. Other (Please specify) At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(	/ /	)		
			EGM approval date: (dd/mm/yyyy)	(	/ /	)		
			Total	E.		rdinar hares		
			(Prefe		nce s		s) N/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 Capital").)	Issued Share

Remarks (if any):
Submitted by: Yeung Wo Fai
Title: <u>Director</u> (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.