

Monthly Return of Equity Issuer on Movements in Securities

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Gayety Holdings Limited
Date Submitted	3/6/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>8179</u> Descrij	ption : Gayety Hldgs				
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of preceding month	100,000,000,000	0.001	100,000,000.00		
Increase/(decrease)	Nil		Nil		
Balance at close of the month	100,000,000,000	0.001	100,000,000.00		
(2) Stock code : <u>N/A</u> Descrij	ption :	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					

2. Preference Shares

Stock code : N/A Descri		Description :	otion :		<u> </u>
			f preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding 1	nonth			
Increase/(decrease)					
Balance at close of	the month				

3. Other Classes of Shares

Stock code :	<u>N/A</u> Descript			N/A	<u> </u>
			o. of other es of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of J	preceding 1	month			
Increase/(decrease)					
Balance at close of t	the month				

Total authorised share capital at the end of the month (*HK\$*): 100,000,000.00

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	3,360,000,000	N/A	N/A	N/A
	3,500,000,000	10/11	1.1/11	11/11
Increase/ (decrease)				
during the month	480,000,000	N/A	N/A	N/A
Balance at close of the				
month	3,840,000,000	N/A	N/A	N/A

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		Movement duri	ng 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	
issuable	Granted	Exercised	Cancelled	Lapsed		month
Share Option Scheme approved at the EGM on (09/12 /2011)						
ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	Nil
(
(

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable		Movement duri	ing 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>N/A</u>						
(/ /)						
(Note 1)						
(/ /)						
shares (Note 1)						
		To	otal A. (Ordin		N/A	
				nce shares)	N/A	
				Other class)	N/A	
Total funds raised dur options (HK\$)	ing the month	trom exercise of	ot	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 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 (<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 (Note 1)	· · · ·				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Prefer	inary shares) rence shares) (Other class)	N/A N/A 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. N/A						
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 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						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
<u>4.</u>						
Staals and a (if listed)					<u> </u>	
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(Total C. (Ordir	nary shares)	N/A	
			(Prefere	ence shares)	N/A	-
			(0	Other class)	N/A	-

(other than ander share option senemes)		
	No. of new shares of	No. of new shares of
	issuer issued during	issuer which may be
	the month pursuant	
	thereto	issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy),	thereto	as at close of the month
if applicable, and class of shares issuable:		
1. N/A		
1. <u>IV/A</u>	-	
	1	
shares (Note 1)	4	
2.		
	4	
	4	
shares (Note 1)		
3.		
J	4	
	4	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference 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)

Other Movements in Issued Share Capital

	Type of Issue	ssued Share Capital			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			
2.	Open offer	At price : State	(<i>Note 1</i>) Issue and allotment	(//)		
		currency	date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(//)	N/A	N/A
			Class of shares issuable	Ordinary		
3.	Placing	At price : $\frac{\text{State}}{\text{currency}} \stackrel{\text{HK\$}}{=} \frac{1}{1000}$	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	<u>Shares</u> (19/05/2015)		
		Per shares	EGM approval date: (dd/mm/yyyy)	(N.A.)	480,000,000	N/A
			Class of shares issuable (<i>Note 1</i>)			
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	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
	Second State	Class of shares issuable (<i>Note 1</i>))		
5.	Scrip dividend At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(,)		
		EGM approval date: (dd/mm/yyyy)	()	/ /)		27/4
						<u>N/A</u>	N/A
		Class of shares repurchased (<i>Note 1</i>)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	()	/ /)		
		EGM approval date: (dd/mm/yyyy)	()	/ /)	NI/A	NIA
						<u>N/A</u>	N/A
		Class of shares redeemed (<i>Note 1</i>)					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	()	/ /)		
		EGM approval date: (dd/mm/yyyy)	()	/ /)		
						<u>N/A</u>	N/A
		Class of shares issuable (<i>Note 1</i>)					
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	()	/ /)		
		EGM approval date: (dd/mm/yyyy)	()	/ /)		
						N/A	N/A

Type of Issue		Fo	r Main Boa		GEM listed i No. of new shares of ssuer issued during the month pursuant thereto	ssuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Capital reorganisation		Class of shares issual (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	ble)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
Other (Please specify)	At price : State	Class of shares issual (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	ble)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Total E.	(Preference	v shares) e shares) er class)		-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	480,000,000			
	(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 Issued Share Capital").)					

Remarks (if any):

On 6 May 2015, the Company entered into the placing and subscription agreement with the placing agent, and KMW Investment Limited ("KMW") for (i) the placing of 480,000,000 ordinary shares to not less than six placees (each of whom (and its ultimate beneficial owners(s), where applicable) is an independent third party) at the placing price of HK\$0.193 per share and (ii) the subscription of 480,000,000 new ordinary shares by KMW at the subscription price of HK\$0.193 per share. Such placing has been completed on 19 May 2015. Please refer to the Company's announcements dated 6 May 2015 and 19 May 2015 respectively for more details.

Submitted by: Wong Tin King, Richard

 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.