

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

For the month ended (dd/mm/yyyy):	31/1/2011					
To: Hong Kong Exchanges and Clearing	g Limited					
Name of Issuer  Date Submitted	Vital Group Holdings Limited  1 February 2011					
I. Movements in Authorised Share Capit	al					
1. Ordinary Shares						
(1) Stock code: 01164 Descrip	otion:					
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)			
Balance at close of preceding month	50,000,000,000	0.01	500,000,000.00			
Increase/(decrease)	N/A		N/A			
Balance at close of the month	50,000,000,000	0.01	500,000,000.00			
(2) Stock code : N/A Descrip	otion:					
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)			
Balance at close of preceding month						
Increase/(decrease)						
Balance at close of the month						

Stock code: N/A Desc	ription :		
	No. of preference shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
	ription :		
	No. of other classes of shares	Par value (HK\$)	Authorised share capital (HK\$)
3. Other Classes of Shares  Stock code: N/A Desc  Balance at close of preceding month	No. of other		_
Stock code: N/A Desc	No. of other		capital

## II. Movements in Issued Share Capital

	No. of ordina	ry shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,551,056,993	N/A	N/A	N/A
Increase/ (decrease) during the month	N/A	N/A	N/A	N/A
Balance at close of the month	1,551,056,993	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	onare option	Movement duri			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
(dd/mm/yyyy) and -		1110 ( 01110111 0011			_	
class of shares	C 1	F1	C 11 - 1	T		
issuable	Granted Nil	Exercised Nil	Cancelled Nil	Lapsed	Nil	220,000
1. 330,000	N11	N11	INII	Nil	N11	330,000
options						
at HK\$0.39						
(22 (27 (2002)						
(23/07/2003)						
Ordinary shares						
(Note 1)						
2. 13,760,000	Nil	Nil	Nil	Nil	Nil	13,760,000
options	1111	1411	1111	1111	1111	13,700,000
at HK\$0.51						
(22 /07 /2002)						
(23/07/2003)						
Ordinary shares						
(Note 1)						
3. 32,800,000	Nil	Nil	Nil	Nil	Nil	32,800,000
options	1111	1411	1111	1111	1111	32,000,000
at HK\$0.23						
(23/07/2003)						
Ordinary shares						
(Note 1)						
4. 67,500,000	Nil	Nil	Nil	Nil	Nil	67,500,000
options	1111	1411	1411	1111	1111	07,500,000
at HK\$0.28						
<u>at 111x</u> \$0.28						
(23/07/2003)						
Ordinary shares						
(Note 1)						-
(Note 1)						

For Main Board and GEM listed issuers

	Tot Main Doard and OEM listed issuers	
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 Is	suer which are to b	e Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of No nominal value pr	ominal value at close of receding 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. N/A	<del>-</del>					
	-					
	<del></del> -			-		
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /	)				
2. N/A	-					
	-					
( / / )	·					
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	,				
3. N/A	( / /					
	_					
	. <u> </u>					<u> </u>
Stock code (if listed) Class of shares						
issuable (Note 1)						
EGM approval date (if applicable)						
	( / /	)				
4. N/A	-					
	-					
( / / )	- <u></u> -					
0. 1. 1. ((01) . 1)						
Class of shares						
issuable ( <i>Note 1</i> ) Subscription price		_				
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /					
		Total	B. (Ordin	nary shares)		
			(Prefere	ence shares)		_
			(	Other class)		<u>-</u>

Convertibles (i.e. Convertible i	nto Shares of the I	ssuer 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. N/A	<u>—</u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
3. N/A						
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
	( / / )					
4. N/A						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )		Total C (Ordin	nary shares)		
			(Prefere	ence shares)		-
			()	Other class)		-
			`	· <del></del>		-

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)

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		
shares (Note 1)		
2		
( / / ) shares (Note 1)		
3.		
( / / ) shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) ( / / ) At price : State currency Issue and allotment 1. Rights issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable \_ (*Note 1*) At price : State currency ( / / ) Issue and allotment Open offer date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable \_ (*Note 1*) ( / / ) At price : State currency Issue and allotment 3. Placing date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable \_\_ (*Note 1*) ( / / ) Issue and allotment Bonus issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) At price : State ( / / Issue and allotment Scrip dividend currency date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares repurchased (Note 1) ( / / Repurchase of Cancellation date: shares (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares redeemed (Note 1) ( / / 7. Redemption of Redemption date: shares (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 B			sted issuers
	Type of Issue				iss d	To. of new shares of suer 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 issuabl (Note 1)	e	_		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuabl (Note 1)	e —	_		
10.	Other (Please specify)	At price : State currency	<ul><li>Issue and allotment date : (dd/mm/yyyy)</li></ul>	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
				(Ordinary sh Preference sh (Other c	ares)		
То	otal increase / (decre	ease) in ordinary shares during	g the month (i.e. Total of A to	o E):	(1)	Nil	
					(2)	Nil	
To	otal increase / (decre	ease) in preference shares duri	ring the month (i.e. Total of A	to E):		N/A	

N/A

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):
Submitted by: Leung Wai Pong
Title: Company Secretary

## 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.