

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

For the month ended (dd/mm/yyyy) :	30/6/2011
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To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Vital Group Holdings Limited
Date Submitted	6 July 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>01164</u> Descri	ption :		
	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 : <u>N/A</u> Descri	ption :		
	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			

# 2. Preference Shares

Stock code :	N/A	Description :		
		No. of pret share	r value HK\$)	Authorised share capital (HK\$)
Balance at close of	of preceding r	onth	 	
Increase/(decrease	e)			
Balance at close of	of the month		 	

### 3. Other Classes of Shares

Stock code : <u>N/A</u> Desc	ription :		
	No. of other classes of shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month (HK\$) : 500,000,000.00

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,557,556,993	N/A	N/A	N/A
Increase/ (decrease) during the month	73,030,000	N/A	N/A	N/A
Balance at close of the month	1,630,586,993	N/A	N/A	<u>N/A</u>

### III. Details of Movements in Issued Share Capital

Share Options (under	Share Optior	n Schemes of the	Issuer)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and			*		_	
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. 330,000	Nil	230,000	Nil	Nil	230,000	100,000
options	1111	230,000	1411	1111	230,000	100,000
at HK\$0.39						
<u>at 11K\$0.39</u>						
(23/07/2003)						
Ordinary shares						
(Note 1)		·				
2. 13,760,000	Nil	12,500,000	Nil	Nil	12,500,000	760,000
options	1 (11	12,200,000	1,111	1 (11	12,200,000	, 00,000
at HK\$0.51						
(23/07/2003)						
Ordinary shares						
(Note 1)						
3. 32,800,000	Nil	17,800,000	Nil	Nil	17,800,000	15,000,000
options						
at HK\$0.23						
(23/07/2003)						
Ordinary shares						
(Note 1)						
4. 67,500,000	Nil	42,500,000	Nil	Nil	42,500,000	17,000,000
options						
at HK\$0.28						
( 23 /07/2003 )						
Ordinary shares		. <u> </u>				
(Note 1)						

		For Main Board and	GEM listed issuers
Total	A. (Ordinary shares)	73,030,000	_
	(Preference shares)	N/A	
	(Other class)	N/A	-
Total funds raised during the month from exercise of options (State currency)	HK\$22,458,700		

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	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
1. 1V/2X					
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	( / / )				
<u>2. 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)	( / / )				
<u>3. N/A</u>					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
EGM approval date (if applicable)					
(dd/mm/yyyy) 4. N/A	( / / )				
Class of shares issuable (Note 1)					
EGM approval date (if applicable)	( / / )				
	Total	(Prefere	hary shares)		
		()	Other class)		

Convertibles (i.e. Convertible i	nto Sharoa of the l	laguar which are to		For Main Board and GEM listed issuers			
Class and description		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							
Stock code (if listed)		· ·					
Class of shares							
issuable (Note 1)							
Subscription price							
EGM approval date							
(if applicable)							
(dd/mm/yyyy)	( / / )						
3. N/A							
Stock code (if listed)							
Class of shares							
issuable (Note 1)							
Subscription price							
(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 (Ord)	nomi chores)			
			Drafor	nary shares) ence shares)		-	
			(Field	Other class)		-	
			(			-	

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
<ol> <li>As per announcement dated 31 March 2011 (the "Announcement"), the Company entered into the Subscription Agreement (as defined in the Announcement) pursuant to which the Company has agreed to (i) allot and issue to China Uranium Development Company Limited the Subscription Shares (as defined in the Announcement) at a price of HK\$0.23 per Subscription Share and (ii) subscribe for HK\$600,000,000 Convertible Bonds (as defined in the Announcement) which can be converted into the Conversion Shares (as defined in the Announcement) at an initial Conversion Price (as defined in the Announcement) of HK\$0.23 per Conversion Share.</li> </ol>		1,670,000,000 Subscription Shares and a maximum of 2,608,695,652 Conversion Shares at an initial Conversion Price of HK\$0.23 per Conversion Share
The EGM date ( 08 /06 /2011 )           Ordinary shares (Note 1)		
2		
( / / ) shares (Note 1)		
3.		
( / / ) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares)		
(Other class)		

	Type of Issue	Issued 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				
		State	(Note 1)	( / /	)		
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
3.	Placing	At price : State	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)	( / /	)		

	Type of Issue		F	₹ <u>or Main</u>	<u>ı Boar</u>	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
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)				
			Class of shares repurchased ( <i>Note 1</i> )				
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	- Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

		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
			Class of shares issuable ( <i>Note 1</i> )			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	(//)		
			Class of shares issuable (Note 1)			
10.	Other (Please specify)	At price : State currency	- Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	(//)		
				rdinary share ference share (Other clas	s)	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	73,030,000			
	(2)	Nil			
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):

Submitted by: Cheung Hin Kiu

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.