

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/	30/9/2017			
To : Hong Kong Exchanges	and Clea	aring Limited		
Name of Issuer Date Submitted	VTech H 04/10/2	Holdings Limited 017		
I. Movements in Authorised	Share C	apital		
1. Ordinary Shares				
(1) Stock code : <u>303</u>	Descri	ption :		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	ng month	400,000,000	US\$0.05	US\$20,000,000.00
Increase/(decrease)				
Balance at close of the mor	nth	400,000,000	US\$0.05	US\$20,000,000.00
(2) Stock code : N/A	Descri	ption :		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	ng month			
Increase/(decrease)				
Balance at close of the mor	nth			

2. Preference Shares			
Stock code : N/A Descript	tion :		_
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month_			
Increase/(decrease)		_	
Balance at close of the month _			
3. Other Classes of Shares			
Stock code : N/A Descript	tion :		
	No. of other classes of shares	(State	capital
Balance at close of preceding month_			
Increase/(decrease)		_	
Balance at close of the month			
Total authorised share capital at the elecurrency):	nd of the month		0,000,000.00

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	e No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	251,372,133	N/A	N/A	N/A
Increase/ (decrease) during the month		N/A	N/A	N/A
Balance at close of the month	251,372,133	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 No. of new shares including EGM of issuer which Movement during the month approval date may be issued No. of new shares of (dd/mm/yyyy) and issuer issued during pursuant thereto as class of shares the month pursuant at close of the issuable Granted Exercised Cancelled Lapsed thereto month 1. N/A shares (Note 1) 2. N/A shares (Note 1) 3. N/A 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 of options (State currency)

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	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
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	(/ /)				
Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
Class of shares						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /)				
Outra animatiana maissa						
EGM approval date (if applicable))				
		Total B	(Preferen	ary shares) <u>N/A</u> ice shares) <u>N/A</u> Other class) <u>N/A</u>		- - -

Convertibles (i.e. Convertible	e into Shares of th	e Issuer whic	h are to be Liste	ed)		
					No. of new shares of issuer	No. of new shares of issuer which
		Amount at			issued during the	may be issued pursuant
	Currency of amount	close of preceding	Converted during the	Amount at close of the	month pursuant	thereto as at close of the
Class and description	outstanding	month	month	month	thereto	month
1. N/A						
	<u></u>					
	<u> </u>					
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>					
	<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	(/ /)					
3. N/A	_					
						
Otral and by ('t Pate 1)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A	<u> </u>					
	<u> </u>					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
			Fotal C. (Ordina	ary shares) <u>N/A</u> ce shares) N/A		_
				ther class) N/A		_
			()	- / <u> / - / / / / / / / / / / / /</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 (//) shares (Note 1)		
2. N/A		
shares (Note 1) 3. N/A		
shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A N/A N/A	

	her Movements ir							
	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	N/A			
				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)	<u>N/A</u>			
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)	<u>N/A</u>			
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)	<u>N/A</u>			
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

Class of shares N/A issuable (Note 1) 5. Scrip dividend At price: State currency—— date: (dd/mm/yyyy) 6. Repurchase of shares (dd/mm/yyyy) 6. Repurchase of shares (dd/mm/yyyy) 6. Redemption of shares (dd/mm/yyyy) 7. Redemption of shares (dd/mm/yyyy) 8. Consideration issue Class of shares (// /) Cancellation date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) Elssue and allotment (/ /) Issue and allotment (/ /) Issue and allotment (/ /) EdM approval date: (/ /) EGM approval date: (/ /)	No. of new shares of suer which may be issued pursuant ereto as at lose of the month	is th	of new res of suer sued ng the onth suant ereto	share issu issu during mor							ne of Issue	Т
Class of shares N/A repurchase of shares Shares N/A repurchased (Note 1)						<u>N/A</u>	res					
Class of shares N/A repurchased (Note 1) 6. Repurchase of shares Cancellation date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) 7. Redemption of shares redeemed (Note 1) Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A redeemed (Note 1) Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /))	/ /			-	At price :	rip dividend	5.
repurchased (Note 1) 6. Repurchase of shares Cancellation date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A redeemed (Note 1) 7. Redemption of shares (dd/mm/yyyy) Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) Class of shares N/A issuable (Note 1) 8. Consideration issue At price: State currency Lass of shares issuable (Note 1) State currency Lass of shares (/ /) EGM approval date: (/ /) Base and allotment date: (/ /) EGM approval date: (/ /))	/ /	<u>;</u> (
repurchased (Note 1) 6. Repurchase of shares Cancellation date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A redeemed (Note 1) 7. Redemption of shares (dd/mm/yyyy) Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) Class of shares N/A issuable (Note 1) 8. Consideration issue At price: State currency Lass of shares issuable (Note 1) State currency Lass of shares (/ /) EGM approval date: (/ /) Base and allotment date: (/ /) EGM approval date: (/ /)		_										
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A redeemed (Note 1) 7. Redemption of shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) Class of shares N/A issuable (Note 1) 8. Consideration At price: State currency— Issue and allotment date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /)						N/A						
Class of shares N/A redeemed (Note 1) 7. Redemption of shares (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares (/ /) (dd/mm/yyyy) Class of shares (/ /) (dd/mm/yyyy) Class of shares (/ /) (dd/mm/yyyy) Lisue and allotment (/ /) (dterency (/ /) (dterency) EGM approval date: (/ /))	/ /	(
redeemed (Note 1) 7. Redemption of shares Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A issuable (Note 1) 8. Consideration issue At price: State currency lssue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /))	/ /	: (
redeemed (Note 1) 7. Redemption of shares Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares N/A issuable (Note 1) 8. Consideration issue At price: State currency lssue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /)		_										
Shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) ——— Class of shares N/A issuable (Note 1) 8. Consideration issue At price: State currency—— Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /)						N/A	res					
Class of shares N/A issuable (Note 1) 8. Consideration At price: State currency Issue and allotment date: (/ /) EGM approval date: (/ /))	/ /	(emption date : nm/yyyy)				
issuable (Note 1) 8. Consideration issue At price: State currency Issue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /))	/ /	: (1 approval date: mm/yyyy)				
issuable (Note 1) 8. Consideration issue At price: State currency Issue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /)		_										
issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /)						N/A	res					
LOW approvar dato.)	/ /	•		-	At price :		
)	/ /) <u>;</u> (1 approval date: 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
9.	Capital reorganisation			Class of shares N/A issuable (Note 1) Issue and allotment (/ /)		
	reorganisation			date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)		_
				Class of shares <u>N/A</u>		
10.	Other (Please specify)	At price :	State currency	issuable (Note 1) Issue and allotment date: (dd/mm/yyyy)		
				EGM approval date: (/ /) (dd/mm/yyyy)	N N/A	
				Total E. (Ordinary shares (Preference shares (Other class	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 ir	lssued	Share Capital").)

Remarks (if any):
Submitted by: CHANG Yu Wai
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.