

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Regal Hotels International Holdings Limited

Date Submitted 6 March 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|---|---------------------------|----------------------------------|---|
| (1) Stock code : <u>78</u> Description : <u>Ordinary Shares</u> | | | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | <u>2,000,000,000</u> | <u>0.10</u> | <u>200,000,000.00</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>2,000,000,000</u> | <u>0.10</u> | <u>200,000,000.00</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | |
| | 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 : | Description : | | |
|-------------------------------------|---|------------------|---------------------------------|
| N/A | 5¼% Convertible Cumulative Redeemable Preference Shares | | |
| | No. of preference shares | Par value (US\$) | Authorised share capital (US\$) |
| Balance at close of preceding month | 16,748 | 10.00 | 167,480.00 |
| Increase/(decrease) | 0 | | 0 |
| Balance at close of the month | 16,748 | 10.00 | 167,480.00 |

3. Other Classes of Shares

| Stock code : | Description : | | |
|-------------------------------------|--------------------------------|----------------------------|---|
| N/A | N/A | | |
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

Total authorised share capital at the end of the month (*State currency*) :

HK\$200,000,000.00
US\$167,480.00

II. Movements in Issued Share Capital

| | No. of ordinary shares (1) | (2) | No. of preference shares | No. of other classes of shares |
|--------------------------------------|-------------------------------|-----|-----------------------------|--------------------------------------|
| Balance at close of preceding month | 916,056,333 | N/A | 0 | N/A |
| Increase/(decrease) during the month | 0 | N/A | N/A | N/A |
| Balance at close of the month | 916,056,333 | N/A | 0 | 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 issuable | Movement during 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 | | |
| 1. <u>N/A</u> _____ _____ _____ (/ /) _____ shares (Note 1) | | | | | | |
| 2. <u>N/A</u> _____ _____ _____ (/ /) _____ shares (Note 1) | | | | | | |
| 3. <u>N/A</u> _____ _____ _____ (/ /) _____ shares (Note 1) | | | | | | |
| | | | Total A. | (Ordinary shares) (Preference shares) (Other class) | N/A N/A N/A | |
| Total funds raised during the month from exercise of options (HK\$) | | | 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 | 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 |
|--|---------------------------------|--|----------------------------------|--|---|---|
| 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 _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____ | | | | | | |
| 4. N/A _____ _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____ | | | | | | |
| Total B. | | | (Ordinary shares) | _____ | N/A | |
| | | | (Preference shares) | _____ | N/A | |
| | | | (Other class) | _____ | 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. 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 | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | (/ /) | | | | | |
| 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. | | | | (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)

| 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. <u>N/A</u> <hr/> <hr/> <div style="text-align: right;">(/ /) shares (Note 1)</div> | | |
| 2. <u>N/A</u> <hr/> <hr/> <div style="text-align: right;">(/ /) shares (Note 1)</div> | | |
| 3. <u>N/A</u> <hr/> <hr/> <div style="text-align: right;">(/ /) shares (Note 1)</div> | | |
| <div style="text-align: right;">Total D. (Ordinary shares) (Preference shares) (Other class)</div> | N/A <hr/> N/A <hr/> N/A <hr/> | |

Other Movements in Issued Share Capital

| 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 |
|-----------------|---------------------------------|--|--|---|
| 1. Rights issue | 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) (/ /) | N/A | N/A |
| 2. Open offer | 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) (/ /) | N/A | N/A |
| 3. Placing | 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) (/ /) | N/A | N/A |
| 4. Bonus issue | | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |

| 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 |
|-------------------------|---------------------------------|--|--|---|
| 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) _____ | (/ /) (/ /) _____ N/A | _____ N/A |
| 6. Repurchase of shares | | Class of shares repurchased (<i>Note 1</i>) _____ Cancellation date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) (/ /) _____ N/A | _____ N/A |
| 7. Redemption of shares | | Class of shares redeemed (<i>Note 1</i>) _____ Redemption date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) (/ /) _____ N/A | _____ N/A |
| 8. Consideration issue | 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) _____ | (/ /) (/ /) _____ N/A | _____ N/A |

| 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 issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 10 Other (Please specify) | 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) (/ /) | N/A | N/A |
| Total E. | | (Ordinary shares) N/A | (Preference shares) N/A |
| | | (Other class) N/A | 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

Submitted by: Eliza Lam Sau Fun

Title: 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.*