



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/03/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer NetDragon Websoft Inc.

Date Submitted 01/04/2015

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 777 Description : --

	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>1,000,000,000</u>	<u>USD0.01</u>	<u>USD10,000,000.00</u>
Increase/(decrease)	<u>--</u>		<u>--</u>
Balance at close of the month	<u>1,000,000,000</u>	<u>USD0.01</u>	<u>USD10,000,000.00</u>

(2) Stock code : -- Description : --

	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>--</u>	<u>--</u>	<u>--</u>
Increase/(decrease)	<u>--</u>		<u>--</u>
Balance at close of the month	<u>--</u>	<u>--</u>	<u>--</u>

## 2. Preference Shares

Stock code :    --	Description :    --		
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	--	--	--
Increase/(decrease)	--		--
Balance at close of the month	--	--	--

## 3. Other Classes of Shares

Stock code :    --	Description :    --		
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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*) :

**USD10,000,000.00**

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## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>493,362,859</u>	<u>--</u>	<u>--</u>	<u>--</u>
Increase/(decrease) during the month	<u>125,750</u>	<u>--</u>	<u>--</u>	<u>--</u>
Balance at close of the month	<u>493,488,609</u>	<u>--</u>	<u>--</u>	<u>--</u>

## 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. Share Option Scheme adopted on 12/06/2008						
Ordinary shares	<u>--</u>	<u>125,750</u>	<u>--</u>	<u>60,275</u>	<u>125,750</u>	<u>12,937,815</u>
(Note 1)						
2. Share Option Scheme						
	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>
(Note 1)						
3. Share Option Scheme						
	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>
(Note 1)						
					<u>125,750</u>	
					<u>--</u>	
					<u>--</u>	
Total funds raised during the month from exercise of options (State currency)						<u>HK\$593,683.40</u>

## 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. -- _____ _____ _____ ( / / )	--	--	--	--	--	--
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 ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date _____ (if applicable) _____ (dd/mm/yyyy) _____ ( / / )						
				Total B. (Ordinary shares) --	_____	
				(Preference shares) --	_____	
				(Other class) --	_____	

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. -- _____ _____ _____	--	--	--	--	--	--
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 ( <i>Note 1</i> ) _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )					
			Total C. (Ordinary shares) --			
			(Preference shares) --			
			(Other class) --			

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. Share Award Scheme approved by the Board Ordinary Shares _____ _____ ( / / ) 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

Other Movements in 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
Type of Issue					
1.	Rights issue	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	-- --
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	-- --
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	-- --
4.	Bonus issue		Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / ) ( / / )	-- --

## For Main Board and GEM listed issuers

				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
Type of Issue					
5.	Scrip dividend	At price : State currency	<p>Class of shares issuable (Note 1) _____</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	--	--
6.	Repurchase of shares		<p>Class of shares repurchased (Note 1) _____</p> <p>Cancellation date : (dd/mm/yyyy) ( / / )</p> <p>Shares repurchased but not yet cancelled: ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) 23/05/2014 AGM approval date</p>	--	--
7.	Redemption of shares		<p>Class of shares redeemed (Note 1) _____</p> <p>Redemption date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	--	--
8.	Consideration issue	At price : HK\$	<p>Class of shares issuable (Note 1) _____</p> <p>Issue and allotment ( / / )</p>	--	--



For Main Board and GEM listed issuers

		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
Type of Issue			
date : (dd/mm/yyyy)			
EGM approval date: (dd/mm/yyyy)		( / / )	
9. Capital reorganisation	Class of shares issuable (Note 1)	_____	
	Issue and allotment date : (dd/mm/yyyy)	( / / )	
	EGM approval date: (dd/mm/yyyy)	( / / )	
		--	--
10. Other (Please specify)	Class of shares issuable (Note 1)	_____	
	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy)	( / / )
		EGM approval date: (dd/mm/yyyy)	( / / )
		--	--
Total E.		(Ordinary shares) --	_____
		(Preference shares) --	_____
		(Other class) --	_____

Total increase/(decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	125,750
	(2)	--
Total increase/(decrease) in preference shares during the month (i.e. Total of A to E):		--
Total increase/(decrease) in other classes of shares during the month (i.e. Total of A to E):		--
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

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Lau Hak Kin

Submitted by: \_\_\_\_\_

Company Secretary

Title: \_\_\_\_\_  
(Director, Secretary or other duly authorised officer)

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*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.*