

For the month ended (dd/mm/yyyy):

## **REVISED**

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

To: Hong Kong Exchanges and Cleari	ng Limited		
Name of Issuer Credit  Date Submitted 05/07/2	<u>China Holdings Limit</u> 2016	ed	
I. Movements in Authorised Share Cap	vital		
1. Ordinary Shares			
(1) Stock code: 8207 Descri	iption: Ordinary	Shares	
	No. of ordinary shares	Par value (HKD)	Authorised share capital (HKD)
Balance at close of preceding month	20,000,000,000	0.1	2,000,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	20,000,000,000	0.1	2,000,000,000
(2) Stock code : N/A Descri	iption :	N/A	1
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A

31/12/2015

#### 2. Preference Shares

Stock code : N/A Descri	iption:	N/A	1
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A
3. Other Classes of Shares			
Stock code : N/A Descri	iption:	N/A	<b>\</b>
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	<u>N</u> /A		N/A
Balance at close of the month	N/A	N/A	N/A

Total authorised share capital at the end of the month (*HKD*): 2,000,000,000

## II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	3,594,886,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	280,324,000	N/A	N/A	N/A		
Balance at close of the month	3,875,210,000	N/A	N/A	<u>N</u> /A		

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (unde	r Share Option S	chemes of the I	lssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date	]	Movement duri	ng the month		thereto	as at close of the
(dd/mm/yyyy) and						month
class of shares	C	F	C 111	T 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option Scheme						
(04/11/2010)						
Exercise Price:						
HK\$0.74 per						
share						
Ordinary shares	NIL	NIL	NIL	500,000	NIL	0
(Note 1)						
(110101)						
2. Share						
Option Scheme						
(04/11/2010)						
Exercise Price:						
HK\$1.814 per						
share						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	186,200,000
(Note 1)			-			· · · · · · · · · · · · · · · · · · ·
3. Share Option Scheme (04/11/2010) Exercise Price: HK\$2.13 per shares Ordinary shares (Note 1)	NIL_	NIL	NIL	100,000	NIL	35,050,000 (See Remarks (3))
4. Share Option Scheme (04/11/2010) Exercise Price: HK\$3.37 per shares Ordinary shares	92,920,000	NIL	NIL	NIL	NIL	92,920,000
(Note 1)	· <del></del>					
		To	otal A. (Ordin	nary shares)_	NIL	
			(Prefere	ence shares)_	N/A	
			,	Other class)_		
Total funds raised du options (HK\$)	uring the month f	rom exercise of	·	NIL		

For Main Board and GEM listed issuers Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant

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	pursuant thereto	thereto as at close of the month
1. N/A						
( / / ) Stock code (if listed) Class of shares issuable (Note 1)						
	( / /	)				
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 I	3. (Ordinary sh (Preference sh Other class)	nares) <u>N/A</u>	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the pursuant month thereto as at pursuant Converted close of the Currency of Amount at close Amount at thereto amount of preceding during the close of the month Class and description outstanding month month month 1. Convertible Bonds (See Remark (1)) HK\$ **NIL NIL** 300,000,000 NIL 115,384,615 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary Subscription price HK\$2.60 AGM approval date (if applicable) (dd/mm/yyyy)) (05/05/2014) 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)\_ **NIL** (Preference shares)\_ N/A

(Other class)

N/A

#### 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. <u>N/A</u>	
-	_
( / / )	
shares (Note 1)	
2. N/A	
2. 17/1	_
shares (Note 1)	_
Shares (Note 1)	
3. <u>N/A</u>	
	_
( / / )	
shares (Note 1)	
Tatal D. (O. Francisco)	NIII
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 as at thereto close of the month Type of Issue Class of shares issuable (*Note 1*) At price : State ( / / ) Issue and allotment 1. Rights issue currency date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (*Note 1*) At price : State Issue and allotment Open offer currency date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A **Ordinary** Class of shares issuable (*Note 1*) **HKD** At price : State (02/12/2015)2.10 Issue and allotment Placing date: (dd/mm/yyyy) (11/05/2015)AGM approval date: (dd/mm/yyyy) N/A 280,324,000 (See Remark (2)) Class of shares issuable (*Note 1*) ( / / Issue and allotment Bonus issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A

For Main Board and GEM listed issuers

Class of shares issuable (Note 1)		Type of Issue		2 3 2 1 1 1		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
Serip dividend		•					
Class of shares repurchase of shares   Class of shares   N/A   N/A   N/A			(Note 1)				
Class of shares repurchased (Note 1)	5.	Scrip dividend At price: State		( / /	)		
Class of shares repurchased (Note 1)			EGM approval date:	( / /	)	N/A	N/A
Cancellation date :							
Shares   (dd/mm/yyyy)					_		
Class of shares redeemed (Note 1)   7.   Redemption of shares   (dd/mm/yyyy)	6.	Repurchase of shares		( / /	)		
redeemed (Note 1)  7. Redemption of shares Redemption date: ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  N/A  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)  EGM approval date: ( / / )				( / /	)	N/A	_ N/A
redeemed (Note 1)  7. Redemption of shares Redemption date: ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  N/A  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)  EGM approval date: ( / / )							
7. Redemption of shares  Redemption date: ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  N/A  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)					_		
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)	7.		Redemption date:	( / /	)		
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)				( / /	)		
8. Consideration issue At price:  State  Issue and allotment ( / / ) date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)			(dd/mm/yyyy)			N/A	<u>N/A</u>
date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)							
(dd/mm/yyyy)	8.	Consideration issue At price : State -		( / /	)		
N/A				( / /	)		
			(00.111111 3333)			N/A	N/A

For Main Board and GEM listed issuers

			TOI Maiii I			isted issuers
					o. of new	No. of new
					hares of	shares of
					uer issued aring the	issuer which
					month	may be issued
					ursuant	pursuant
					thereto	thereto as at
				•	.HCICIO	close of the
	Type of Issue					month
-	Type of issue					111011111
		Class of shares issuable				
		(Note 1)				
		(Note 1)				
9.	Capital	Issue and allotment	( / / )			
	reorganisation	date: (dd/mm/yyyy)				
		unc . (uu, 111111 ) j j j ,				
		EGM approval date:	( / / )			
		(dd/mm/yyyy)				
		\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \		_	N/A	N/A
		Class of shares issuable				
		(Note 1)				
10	Other State	(11010-1)				
10.	Other State	_				
		date: (dd/mm/yyyy)				
			(			
		EGM approval date:	( / / )			
		(dd/mm/yyyy)		_	N/A	N/A
		Total E.	(Ordinary sh	ares) 2	280,324,00	0
			(Preference sh		N/A	
			(Other o		N/A	<u> </u>
			·			
					200	224 000
To	otal increase / (decrease) in ordinary shares during	the month (i.e. Total of A t	to E):	(1)	280,	,324,000
	•					NT / A
				(2)	J	N/A
T.	t-1:/(decueses) in mustaments showed duri		4 4 - E).		-	N/A
10	otal increase / (decrease) in preference shares during	ng the month (i.e. lotal of F	A to E):			IN/A
To	otal increase / (decrease) in other classes of shares	during the month (i.e. Tota	of A to E):			N/A
		-				
(Th	ese figures should be the same as the relevant figu	ıres under II above ("Move	ements in Issue	ed Shar	e Capital"	).)

Remarks	(if	anv)	1:
1 CHILLIAN	( TT	uii y /	•

- (1) On 10 May 2015, the Company entered into a subscription agreement with Aisidi (HK) Limited (the "Subscriber"), pursuant to which the Subscriber has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue, 6% unsecured convertible bonds due 2018 (the "Convertible Bonds") in the aggregate principal amount of HK\$300,000,000 convertible at 100% of the principal amount of the Convertible Bonds into 115,384,615 ordinary shares at an initial conversion price of HK\$2.60 per share. Please refer to the Company's announcement dated 11 May 2015 for details. On 15 June 2015, the Convertible Bonds were issued by the Company to the Subscriber.
- On 11 November 2015, the Company entered into a placing agreement with Sheng Yuan Securities Limited (the "Placing Agent" and the "Placing Agreement", respectively), pursuant to which the Placing Agent agreed to place, on a best-effort basis, an aggregate of up to 287,889,200 new ordinary shares of the Company (the "Placing Shares") at the price of HK\$2.10 per Placing Share, to the places subject to the fulfilment of the conditions precedent set out in the Placing Agreement. 280,324,000 Placing Shares were allotted and issued by the Company on 2 December 2015 pursuant to the Placing Agreement. Please refer to the Company's announcements dated 11 November 2015 and 2 December 2015 for details.
- (3) The number of new shares of the Company which may be issued pursuant thereto as at close of the month under the exercise price of HK\$2.13 per share of the Share Option Schemeshould be 35,050,000 instead of 34,050,000.

Submitted by: Kwok Siu Man

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.*