

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

**For the month ended (dd/mm/yyyy) : 31/03/2016**

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Credit China Holdings Limited

Date Submitted 05/07/2016

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|   |                           |  |  |
|---|---------------------------|--|--|
| (1) Stock code : <u>8207</u> Description : <u>Ordinary Shares</u> |                           |  |  |
|   | No. of ordinary<br>shares | Par value<br>( <i>HKD</i> )                | Authorised share<br>capital<br>( <i>HKD</i> )            |
| Balance at close of preceding month                               | <u>20,000,000,000</u>     | <u>0.1</u>                                 | <u>2,000,000,000</u>                                     |
| Increase/(decrease)   | <u>Nil</u>                |  | <u>Nil</u>   |
| Balance at close of the month                                     | <u>20,000,000,000</u>     | <u>0.1</u>                                 | <u>2,000,000,000</u>                                     |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>              |                           |  |  |
|   | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                               | <u>N/A</u>                | <u>N/A</u>                                 | <u>N/A</u>   |
| Increase/(decrease)   | <u>N/A</u>                |  | <u>N/A</u>   |
| Balance at close of the month                                     | <u>N/A</u>                | <u>N/A</u>                                 | <u>N/A</u>   |

## 2. Preference Shares

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

## 3. Other Classes of Shares

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

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

## 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>3,875,335,000</u>   | <u>N/A</u> | <u>N/A</u>               | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>125,000</u>         | <u>N/A</u> | <u>N/A</u>               | <u>N/A</u>                     |
| Balance at close of the month         | <u>3,875,460,000</u>   | <u>N/A</u> | <u>N/A</u>               | <u>N/A</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<br><u>Option Scheme</u><br><u>(04/11/2010)</u><br><u>Exercise Price:</u><br><u>HK\$1.814 per</u><br><u>share</u><br><u>Ordinary shares</u><br><i>(Note 1)</i> | <u>NIL</u>                | <u>125,000</u> | <u>NIL</u>                 | <u>NIL</u>     | <u>125,000</u>   | <u>185,950,000</u>  |
| 2. Share<br><u>Option Scheme</u><br><u>(04/11/2010)</u><br><u>Exercise Price:</u><br><u>HK\$2.13 per</u><br><u>shares</u><br><u>Ordinary shares</u><br><i>(Note 1)</i> | <u>NIL</u>                | <u>NIL</u>     | <u>NIL</u>                 | <u>300,000</u> | <u>NIL</u>   | <u>34,650,000</u><br><u>(See Remarks (2))</u>   |
| 3. Share<br><u>Option Scheme</u><br><u>(04/11/2010)</u><br><u>Exercise Price:</u><br><u>HK\$3.37 per</u><br><u>shares</u><br><u>Ordinary shares</u><br><i>(Note 1)</i> | <u>NIL</u>                | <u>NIL</u>     | <u>NIL</u>                 | <u>NIL</u>     | <u>NIL</u>   | <u>92,920,000</u>   |
|  |                           |                | Total A. (Ordinary shares) | <u>125,000</u> |  |   |
|  |                           |                | (Preference shares)        | <u>N/A</u>     |  |   |
|  |                           |                | (Other class)              | <u>N/A</u>     |  |   |
| Total funds raised during the month from exercise of options (HK\$)  |                           |                |                            | <u>226,750</u> |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A  |                                 |   |                                  |   |  |  |
| ( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed)  |                                 |   |                                  |   |  |  |
| Class of shares   |                                 |   |                                  |   |  |  |
| issuable ( <i>Note 1</i> )  |                                 |   |                                  |   |  |  |
| Subscription price  |                                 |   |                                  |   |  |  |
| EGM approval date   |                                 |   |                                  |   |  |  |
| (if applicable)   |                                 |   |                                  |   |  |  |
| (dd/mm/yyyy)  |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A  |                                 |   |                                  |   |  |  |
| ( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed)  |                                 |   |                                  |   |  |  |
| Class of shares   |                                 |   |                                  |   |  |  |
| issuable ( <i>Note 1</i> )  |                                 |   |                                  |   |  |  |
| Subscription price  |                                 |   |                                  |   |  |  |
| EGM approval date   |                                 |   |                                  |   |  |  |
| (if applicable)   |                                 |   |                                  |   |  |  |
| (dd/mm/yyyy)  |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A  |                                 |   |                                  |   |  |  |
| ( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed)  |                                 |   |                                  |   |  |  |
| Class of shares   |                                 |   |                                  |   |  |  |
| issuable ( <i>Note 1</i> )  |                                 |   |                                  |   |  |  |
| Subscription price  |                                 |   |                                  |   |  |  |
| EGM approval date   |                                 |   |                                  |   |  |  |
| (if applicable)   |                                 |   |                                  |   |  |  |
| (dd/mm/yyyy)  |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A  |                                 |   |                                  |   |  |  |
| ( / / )   |                                 |   |                                  |   |  |  |
| 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) <u>NIL</u><br>(Preference shares) <u>N/A</u><br>(Other class) <u>N/A</u> |                                 |   |                                  |   |  |  |

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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| <u>1. Convertible Bonds</u>                    |                                |                                    |                            |                              |  |   |
| <u>(See Remark (1))</u>                        |                                |                                    |                            |                              |  |   |
|  | HK\$                           | NIL                                | NIL                        | 300,000,000                  | NIL  | 115,384,615   |
| Stock code (if listed)                         | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     | Ordinary                       |                                    |                            |                              |  |   |
| Subscription price                             | HK\$2.60                       |                                    |                            |                              |  |   |
| AGM approval date (if applicable) (dd/mm/yyyy) | (05/05/2014)                   |                                    |                            |                              |  |   |
| <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> )     | Subscription                   |                                    |                            |                              |  |   |
| price  |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| <u>4. 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) | ( / / )                        |                                    |                            |                              |  |   |
|  |                                |                                    |                            | Total C. (Ordinary shares)   | NIL  |   |
|  |                                |                                    |                            | (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. N/A<br><br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 2. N/A<br><br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 3. N/A<br><br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| Total D. (Ordinary shares)  | NIL  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

## 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 (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>N/A  | N/A   |
| 2.            | Open offer   | At price : State currency | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>N/A  | N/A   |
| 3.            | Placing      | At price : State currency | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>N/A  | N/A   |
| 4.            | Bonus issue  |                           | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>( / / )<br>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 | <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> | N/A  | N/A   |
| 6.            | Repurchase of shares |                  | <p>Class of shares repurchased (Note 1) _____</p> <p>Cancellation date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>     | N/A  | N/A   |
| 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>          | N/A  | N/A   |
| 8.            | Consideration issue  | At price : State | <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> | 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ ( / / )     | N/A  | N/A   |
| 10. Other                  | State _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>date : (dd/mm/yyyy) _____<br>EGM approval date: _____ ( / / )<br>(dd/mm/yyyy) _____ | N/A  | N/A   |
| Total E. (Ordinary shares) |   | NIL  |   |
| (Preference shares)        |   | N/A  |   |
| (Other class)              |   | N/A  |   |

|   |     |         |
|---|-----|---------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | 125,000 |
|   | (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):

(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.

(2) 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 Scheme should be 34,650,000 instead of 33,650,000.

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.*