

Monthly Return of Equity Issuer on Movements in Securities

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

30/9/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Hsin Chong Group Holdings Limited

Date Submitted

3/10/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :	<u>00404</u>	Description :	<u>Ordinary Shares</u>	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>30,000,000,000</u>	<u>30,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$3,000,000,000</u>
Increase/(decrease)	<u>0</u>	<u>0</u>		<u>0</u>
Balance at close of the month	<u>30,000,000,000</u>	<u>30,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$3,000,000,000</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	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	<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>	<u>N/A</u>

2. Preference Shares

Stock code : <u>00404</u> Description : <u>Restricted Voting Convertible Preference Shares</u>	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>15,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$1,500,000,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>15,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$1,500,000,000</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 (State currency)	Authorised share capital (State currency)
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 (State currency) : HK\$4,500,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	No. of ordinary shares (2)	No. of preference shares	No. of other classes of shares
Balance at close of preceding month	<u>5,706,670,104</u>	<u>N/A</u>	<u>5,704,166,666</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Balance at close of the month	<u>5,706,670,104</u>	<u>N/A</u>	<u>5,704,166,666</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. Exercise price: HK\$2.13 share option scheme approved at special general meeting (22/05/2008) ordinary shares (Note 1)	0	0	0	0	0	14,000,000
2. Exercise price: HK\$1.02 share option scheme approved at special general meeting (22/05/2008) ordinary shares (Note 1)	0	0	0	0	0	1,334,000
3. Exercise price: HK\$1.29 share option scheme approved at special general meeting (22/05/2008) ordinary shares (Note 1)	0	0	0	0	0	2,250,000
Total A. (Ordinary shares)					0	
(Preference shares)					N/A	
(Other class)					N/A	
Total funds raised during the month from exercise of options (State currency)				0		

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	N/A	N/A	N/A	N/A	N/A	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	N/A	N/A	N/A	N/A	N/A	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	N/A	N/A	N/A	N/A	N/A	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	N/A	N/A	N/A	N/A	N/A	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. Restricted Voting						
<u>Convertible Preference</u>						
<u>Shares ("CPSs")</u>						5,704,166,666
	HK\$	5,704,166,666	0	5,704,166,666	0	(see Remark 1)
Stock code (if listed)	-					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
	CPSs are convertible into ordinary shares on a one for one basis					
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(27/11/2014)					
2. 6% Convertible Bonds due 2017						
				0		
				(See Remark 2)		
	US\$	0	0		0	0
Stock code (if listed)	5579					
Class of shares issuable (<i>Note 1</i>)	N/A					
Subscription price	N/A					
EGM approval date (if applicable) (dd/mm/yyyy)	N/A					
3. Zero Coupon Convertible Bonds due 2017						
	HK\$	34,000,000	0	34,000,000	0	34,000,000
Stock code (if listed)	-					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$1.00 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	(19/05/2016)					
4. N/A						
	N/A	N/A	N/A	N/A	N/A	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 C. (Ordinary shares)	0	
				(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 _____ _____ _____ (/ /) _____ shares (Note 1)	N/A	N/A
2. N/A _____ _____ _____ (/ /) _____ shares (Note 1)	N/A	N/A
3. N/A _____ _____ _____ (/ /) _____ shares (Note 1)	N/A	N/A
_____ Total D. (Ordinary shares)	N/A	
_____ (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 (<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 (Note 1) _____ 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 (Note 1) _____ 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	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0
	(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) Conversion of the CPSs shall be subject to, among others, the minimum public float requirements stipulated under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or as required by the Stock Exchange being satisfied.

Holder of the CPSs shall not convert the CPSs if by doing so they will trigger a mandatory offer under the Hong Kong Code on Takeovers and Mergers (the "Takeovers Code") when aggregated with the ordinary shares held by it or parties acting or presumed to be acting in concert with it under the Takeovers Code.

(2) On 11 August 2017, the Company redeemed all outstanding US\$100 million 6% convertible bonds due 2017 ("2017 Convertible Bonds") in full at the redemption price equal to 100% of the outstanding principal amount of US\$2,600,000 plus accrued and unpaid interest of US\$30,758.

The total redemption price paid by the Company on the redemption date was US\$2,630,758.

There are no outstanding 2017 Convertible Bonds in issue after the redemption.

Upon completion of the above redemptions, the 2017 Convertible Bonds have been cancelled and delisted from the Stock Exchange upon the close of business on 25 August 2017.

Submitted by: CHAN CHI FAI, DAVID

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.*