



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Heng Xin China Holdings Limited

Date Submitted 3 July 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|-------------------------------------|--------------------------------------|--|--|
| (1) Stock code : <u>8046</u> | Description : <u>Ordinary Shares</u> | | |
| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$100,000,000</u> |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$100,000,000</u> |
| (2) Stock code : <u>N/A</u> | Description : _____ | | |
| | No. of ordinary 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 | _____ | _____ | _____ |

2. Preference Shares

| | | | | |
|-------------------------------------|------------|--------------------------|--|---|
| Stock code : | <u>N/A</u> | 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 : | <u>N/A</u> | 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*) :

HK\$100,000,000

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 | 3,458,590,188 | N/A | N/A | N/A |
| Increase / (decrease) during the month | Nil | N/A | N/A | N/A |
| Balance at close of the month | 3,458,590,188 | N/A | N/A | 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 | | |
| <u>1. Share Option Scheme</u> | | | | | | |
| <u>Exercise Price:</u> | | | | | | |
| <u>HK\$0.84</u> | | | | | | |
| <u>(30/12/2011)</u> | | | | | | |
| <u>Ordinary shares</u> | Nil | Nil | Nil | Nil | Nil | 3,000,000 |
| <i>(Note 1)</i> | | | | | | |
| <u>2. N/A</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____ shares</u> | | | | | | |
| <i>(Note 1)</i> | | | | | | |
| <u>3. N/A</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____ shares</u> | | | | | | |
| <i>(Note 1)</i> | | | | | | |
| | | | Total A. (Ordinary shares) | | Nil | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | 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. Unlisted warrants | HK\$ | HK\$190,000,000 | Nil | HK\$190,000,000 | Nil | 95,000,000 |
| (16/02/2016) | | | | | | |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | Ordinary shares | | | | | |
| Subscription price | HK\$2.00 (Subject to adjustments) | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (14/02/2011) | | | | | |
| 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) | Nil | |
| | | | | (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) | 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. Options to subscribe for shares at an exercise price of HK\$0.32 per option share. (under the general mandate granted to the directors at the AGM held on 30/12/2011) Ordinary shares (<i>Note 1</i>) | Nil | 40,000,000 |
| 2. N/A (/ /) shares (<i>Note 1</i>) | | |
| 3. N/A (/ /) shares (<i>Note 1</i>) | | |
| Total D. (Ordinary shares) (Preference shares) (Other class) | Nil N/A N/A | |

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 thereto as at close of the month |
|---|---------------------------------|--------------------------------------|--------------------|--|--|
| Type of Issue | | | | | |
| 1. Rights issue | At price : State currency _____ | Class of shares issuable (Note 1) | <u> N/A </u> | 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) | <u> N/A </u> | 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) | <u> N/A </u> | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| 4. Bonus issue | | Class of shares issuable (Note 1) | <u> N/A </u> | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |

| 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 (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 6. | Repurchase of shares | Class of shares repurchased (Note 1) <u>N/A</u> Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 7. | Redemption of shares | Class of shares redeemed (Note 1) <u>N/A</u> Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 8. | Consideration issue At price : State currency _____ | Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |

For Main Board and GEM listed issuers

| 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 <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | |
| 10. Other (Subscription of new shares) | At price : State currency _____ Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | Total E. (Ordinary shares) | <u> N/A </u> |
| | | (Preference shares) | <u> N/A </u> |
| | | (Other class) | <u> N/A </u> |

| | | |
|---|-----|--------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u> N/A </u> |
| | (2) | <u> N/A </u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u> N/A </u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u> N/A </u> |
| <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: Mr. Tse Kam Fai

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.*