

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

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

To: Hong Kong Exchanges and Clear	ing Limited		
Name of Issuer Heng Date Submitted 08/04/	Xin China Holdings Li /2015	imited	
I. Movements in Authorised Share Ca	pital		
1. Ordinary Shares			
(1) Stock code : 8046 Desc	ription :	Ordinary	Shares
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	10,000,000,000	HK\$0.01	HK\$100,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	10,000,000,000	HK\$0.01	HK\$100,000,000
(2) Stock code : N/A Desc	ription:		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

31/03/2015

Stock code : N/A Descri	ption:		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Descri	ption:		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			_
Increase/(decrease)			

## II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	4,000,190,188	N/A	N/A	N/A
Increase / (decrease) during the month	300,000,000	N/A	N/A	N/A
Balance at close of the month	4,300,190,188	N/A	N/A	N/A

## III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and — class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme						
Exercise Price: HK\$0.84						
(30/12/2011)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	3,000,000
(Note 1)						
2. N/A						
shares			_			
(Note 1)						
3. N/A						
shares						
(Note 1)			<u>,</u>			_
(11010-1)		To	otal A. (Ordin	ary shares)	Nil	
				nce shares)	N/A	_
				Other class)	N/A	_
Total funds raised dur options (State currenc		from exercise of	of	N/A		

Description of warrants (Date of expiry - dd/mm/yyyy	Currency of nominal	Nomir cl	nal value at lose of ding month	Exercis during mont	the	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
Unlisted warrants	HK\$	•	5190,000,000	Nil		HK\$190,000,000	Nil	95,000,000
	- -							
(16/02/2016)								-
Stock code (if listed) Class of shares	N/A							
issuable ( <i>Note 1</i> ) Subscription price	Ordinary sha HK\$2.00	res		•				
Subscription price	(Subject to a	djustme	ents)	_				
SGM approval date (if applicable)								
(dd/mm/yyyy)	(14/02/2011)	ı		_				
2. N/A	_							
	_							
( / / )			-					-
Stock code (if listed)								
Class of shares issuable ( <i>Note 1</i> )								
Subscription price				<del></del>				
EGM approval date (if applicable)								
(dd/mm/yyyy)	(	/ /	)					
3. N/A								
	<del></del>							
( / / )						_	_	<u> </u>
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.		dinary shares)_ erence shares)	Nil N/A	-
					(1 ICIC	(Other class)	N/A	-
						· · · · · · · · · · · · · · · · · · ·		-

Con	vertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to	be Listed)			
	s 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)	<u> </u>					
	Class of shares						
	issuable (Note 1)						
	Subscription price		<u> </u>				
	EGM approval date (if applicable)						
	(If applicable) (dd/mm/yyyy))	( / / )					
2.	N/A	( ' ' ' '					
-							
					- <u> </u>		
	Stock code (if listed) Class of shares						
	issuable (Note 1)						
	Subscription price						
	EGM approval date						
	(if applicable) (dd/mm/yyyy)	( / / )					
3.	N/A	( / / )					
<u> </u>	11/11						
	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						
		<del></del>					
	Stock code (if listed)				- <del></del>		
	Class of shares						
	issuable ( <i>Note 1</i> ) Subscription price						
	EGM approval date						
	(if applicable)						
	(dd/mm/yyyy)	( / / )	<del></del>	m . 1 G . (2 . )		3.711	
				Total C. (Ordi	inary shares) rence shares)	Nil N/A	-
					(Other class)	N/A 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		
1. 1VA		
-		
shares (Note 1)	-	
2. N/A		
shares (Note 1)		· -
2		
3. N/A		
	-	
shares (Note 1)	-	
Shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	-
(Other class)	N/A	-
		-

Type of Issue  Class of shares issuable N/A  (Note 1)  1. Rights issue At price: State currency  EGM approval date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)  2. Open offer At price: State currency  Class of shares issuable N/A  (Note 1)  Issue and allotment ( / / )  date: (dd/mm/yyyy)  EGM approval date: ( / / )  EGM approval date: ( / / )  Class of shares issuable ( / / )  EGM approval date: ( / / )  Class of shares issuable N/A  (Note 1)  Class of shares issuable N/A  (Note 1)  Issue and allotment ( / / )  Issue and allotment ( / / )			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
1. Rights issue		Type of Issue					month
At price   currency				N/A	_		
Class of shares issuable   N/A   (Note 1)	1.	Rights issue		( / /	)		
2. Open offer  At price: State currency  But and allotment ( / / )  EGM approval date: ( / / )  Class of shares issuable ( / / )  Issue and allotment ( / / )  EGM approval date: ( / / )  Issue and allotment ( / / )  But and allotment ( / / )  EGM approval date: ( / / )  Class of shares issuable ( / / )  EGM approval date: ( / / )				( / /	)		
2. Open offer  At price: State currency  Busue and allotment ( / / )  EGM approval date: ( / / )  Class of shares issuable ( / / )  Issue and allotment ( / / )  EGM approval date: ( / / )  State ( / / )  Issue and allotment ( / / )  Grate ( / / )  EGM approval date: ( / / )							
Class of shares issuable				N/A	_		
Class of shares issuable   N/A   (Note 1)	2.	Open offer		( / /	)		
State   State   Currency   State   Currency   Class of shares issuable   N/A   (Note 1)				( / /	)		
State   State   Currency   State   Currency   Class of shares issuable   N/A   (Note 1)							
3. Placing At price: State currency date: (dd/mm/yyyy)  EGM approval date: ( / / )  (dd/mm/yyyy)  Class of shares issuable				N/A	_		
Class of shares issuable N/A (Note 1)  4. Bonus issue    Sissue and allotment	3.	Placing	At price: State	( / /	)		
4. Bonus issue  Issue and allotment ( / / ) date : (dd/mm/yyyy)  EGM approval date: ( / / )		8	currency	( / /	)		
4. Bonus issue  Issue and allotment ( / / ) date : (dd/mm/yyyy)  EGM approval date: ( / / )							
4. Bonus issue  Issue and allotment ( / / ) date : (dd/mm/yyyy)  EGM approval date: ( / / )							
date: (dd/mm/yyyy)  EGM approval date: ( / / )				N/A	_		
	4.	Bonus issue		( / /	)		
				( / /	)		

For Main Board and GEM listed issuers

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	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
	<b>)</b>	Class of shares issuable	N/A			
		(Note 1)		_		
5.	Scrip dividend At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares repurchased (Note 1)	N/A	_		
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares redeemed (Note 1)	N/A	=		
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares issuable (Note 1)	N/A	_		
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
1						

For Main Board and GEM listed issuers

						FOI Maili Board	and GEM listed	ssuers
	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
					Class of shares issual (Note 1)	ble <u>N/A</u>		
9.	Capital reorganisation				Issue and allotment date : (dd/mm/yyyy)	( / / )		
					EGM approval date: (dd/mm/yyyy)	( / / )		
					Class of shares issual (Note 1)	ole Ordinary		
10.	Other (Subscription of new shares)	At price :	HK\$	0.12 per Share	Issue and allotment date : (dd/mm/yyyy)	(25/03/2015)	300,000,000	N/A
	,			per same	SGM approval date: (dd/mm/yyyy)	(25/02/2015)		
					Total E.	(Ordinary share: (Preference share:	s) 300,000,000 N/A	
						(Other class		

Total increase $\frac{1}{1}$ (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	300,000,000			
	(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			
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks (if any	Remarks (if any):					
Submitted by:	Mr. Tse Kam Fai					
Title:	Company Secretary					
	or, 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.