

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

**For the month ended (dd/mm/yyyy) :** 31/08/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Heng Xin China Holdings Limited

Date Submitted 2 September 2016

**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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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



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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency<br>of nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value at<br>close of the<br>month | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant 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<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(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. 5% Convertible Bonds<br>due 6 February 2017 | HK\$   | HK\$35,000,040                     | HK\$20,000,800             | HK\$14,999,240               | 173,920,000  | 130,428,173   |
| Stock code (if listed)                         | N/A  |                                    |                            |                              |  |   |
| Class of shares issuable (Note 1)              | Ordinary shares  |                                    |                            |                              |  |   |
| Subscription price                             | HK\$0.115 per Conversion Share (subject to adjustment) |                                    |                            |                              |  |   |
| SGM approval date (if applicable) (dd/mm/yyyy) | (28/01/2016)   |                                    |                            |                              |  |   |
| 2. N/A   |  |                                    |                            |                              |  |   |
| Stock code (if listed)                         |  |                                    |                            |                              |  |   |
| Class of shares issuable (Note 1)              |  |                                    |                            |                              |  |   |
| Subscription price                             |  |                                    |                            |                              |  |   |
| SGM 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) | 173,920,000                  |  |   |
|  |  |                                    | (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 <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____  | _____   |
| 4.            | Bonus issue  |                                 | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(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<br>At price : State currency _____      | Class of shares issuable (Note 1) <u>N/A</u><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) |   |
| 6.            | Repurchase of shares                                   | Class of shares repurchased (Note 1) <u>N/A</u><br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     |   |
| 7.            | Redemption of shares                                   | Class of shares redeemed (Note 1) <u>N/A</u><br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          |   |
| 8.            | Consideration issue<br>At price : State currency _____ | Class of shares issuable (Note 1) <u>N/A</u><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>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 |
|----------------------------|---|--|---|
| 9. Capital reorganisation  | Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )                                    |  |   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable <u>    N/A    </u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) |  |   |
|                            |   | Total E. (Ordinary shares)   | <u>    Nil    </u>  |
|                            |   | (Preference shares)  | <u>    N/A    </u>  |
|                            |   | (Other class)  | <u>    N/A    </u>  |

|   |     |                            |
|---|-----|----------------------------|
| Total increase / <del>(decrease)</del> in ordinary shares during the month (i.e. Total of A to E):                      | (1) | <u>    173,920,000    </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> |     |                            |

