



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Heng Xin China Holdings Limited

Date Submitted 4 July 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|---|------------------------|--------------------------------------|---|
| (1) Stock code : <u>8046</u> Description : <u>- -</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 | 2,487,091,991 | N/A | N/A | N/A |
| Increase / (decrease) during the month | Nil | N/A | N/A | N/A |
| Balance at close of the month | 2,487,091,991 | 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\$0.358</u> | | | | | | |
| <u>(13 /03/2003)</u> | | | | | | |
| Ordinary shares | Nil | Nil | Nil | Nil | Nil | 2,273,333 |
| (Note 1) | | | | | | |
| <u>2. Share Option Scheme</u> | | | | | | |
| <u>Exercise Price:</u> | | | | | | |
| <u>HK\$1.54</u> | | | | | | |
| <u>(13 /03/2003)</u> | | | | | | |
| Ordinary shares | Nil | Nil | Nil | Nil | Nil | 30,000,000 |
| (Note 1) | | | | | | |
| <u>3.</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| <u>shares</u> | | | | | | |
| (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | N/A | |
| | | | (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. | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 4. | | | | | | |
| (/ /) | | | | | | |
| 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. Convertible Notes | | | | | | (Approx.) |
| | HK\$ | HK\$105,024,980 | Nil | HK\$105,024,980 | Nil | 319,224,863 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary shares | | | | | |
| Subscription price | HK\$0.329 per share | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (16/09/2008) | | | | | |
| 2. Convertible Bonds | | | | | | |
| | HK\$ | HK\$200,000,000 | Nil | HK\$200,000,000 | Nil | 100,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary shares | | | | | |
| Subscription price | HK\$2.00 per share under the general mandate granted to the directors at the AGM held on | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (09/11/2010) | | | | | |
| 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 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\$1.32 per option share. Under the general mandate granted to the directors at the AGM held on 09/11/2010. (N/A) Ordinary shares (<i>Note 1</i>) | Nil | 90,000,000 |
| 2. As disclosed in the Company's circular to shareholders dated 20 January 2011, the Company was granted option to require the related investor to subscribe for up to HK\$400,000,000 worth of ordinary shares structured under the equity line of credit. The minimum subscription price is HK\$1.30 per option share (or as adjusted). (14/02/2011) Ordinary shares (<i>Note 1</i>) | Nil | 307,692,307 (based on the minimum subscription price of HK\$1.30 per option share) |
| 3. _____ _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| Total D. (Ordinary shares) | Nil | |
| (Preference shares) | N/A | |
| (Other class) | 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) _____ N/A | 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) _____ N/A | 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) _____ N/A | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| 4. | Bonus issue | | Class of shares issuable (Note 1) _____ N/A | 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

| | | 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 |
|-------------------------------|---------------------------------|--|---|
| Type of Issue | | | |
| 9. Capital reorganisation | | Class of shares issuable <i>(Note 1)</i> | <u>N/A</u> |
| | | Issue and allotment date : (dd/mm/yyyy) | (/ /) |
| | | EGM approval date: (dd/mm/yyyy) | (/ /) |
| | | _____ | _____ |
| 10. Other (Please specify) | At price : State currency _____ | Class of shares issuable <i>(Note 1)</i> | <u>N/A</u> |
| | | Issue and allotment date : (dd/mm/yyyy) | (/ /) |
| | | 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 / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>Nil</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):

N/A

Submitted by: Ms Cheng Kit Sum Clara

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.*