



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Heng Xin China Holdings Limited

Date Submitted 2 November 2010

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|--|------------------------|-------------------------------|--|
| (1) Stock code : <u>8046</u> Description : _____ | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| 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 (State currency) | Authorised share capital (State currency) |
| 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 | 1,765,203,000 | N/A | N/A | N/A |
| Increase / (decrease) during the month | 31,500,000 | N/A | N/A | N/A |
| Balance at close of the month | 1,796,703,000 | 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 | | |
| 1. Share Option Scheme Exercise Price: HK\$0.37 (13 /03/2003) Ordinary shares | Nil | Nil | Nil | Nil | Nil | 10,700,000 |
| (Note 1) | | | | | | |
| 2. (/ /) shares | | | | | | |
| (Note 1) | | | | | | |
| 3. (/ /) shares | | | | | | |
| (Note 1) | | | | | | |
| | | | 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. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | (/ /) | | (/ /) | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | | |
| 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) | 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. Convertible Notes _____ _____ _____ | HK\$ | HK\$264,725,020 | Nil | HK\$264,725,020 | Nil | 778,603,000 | |
| Stock code (if listed) | N/A | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary shares | | | | | | |
| Subscription price | HK\$0.34 | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (16/09/2008) | | | | | | |
| 2. N/A _____ _____ _____ | | | | | | | |
| Stock code (if listed) | _____ | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | _____ | | | | | | |
| Subscription price | _____ | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | | |
| 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\$0.73 per option share. _____ _____ (N/A) _____ Ordinary shares (Note 1) | 31,500,000 | 57,200,000 |
| 2. See Remarks on page 10 for proposed bonus issue of shares as dividend for the year ended 30 June 2010. _____ _____ (09/11/2010) _____ Ordinary shares (Note 1) | | |
| 3. _____ _____ _____ (/ /) _____ shares (Note 1) | | |
| _____ Total D. (Ordinary shares) _____ (Preference shares) _____ (Other class) | 31,500,000 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) _____ 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) (/ /) | |
| | | | | AGM 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>31,500,000</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> | | |

Remarks (if any):

The directors proposed a bonus issue of shares as dividend for the year ended 30 June 2010 on the basis of one (1) bonus share at par for every thirty (30) shares held by qualifying shareholders on the register of members as at 9 November 2010 subject to shareholders' approval at the annual general meeting to be held on 9 November 2010. For details of the bonus issue, please refer to the Company's circular dated 11 October 2010.

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.*