

**Monthly Return of Equity Issuer on Movements in Securities**
For the month ended (dd/mm/yyyy) : 29/2/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Heng Xin China Holdings Limited
Date Submitted 1 March 2012

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	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>						
Exercise Price:						
HK\$0.358						
(13/03/2003)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	2,273,334
(Note 1)						
<u>2. Share Option Scheme</u>						
Exercise Price:						
HK\$1.54						
(13/03/2003)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	30,000,000
(Note 1)						
<u>3. New Share Option Scheme</u>						
Exercise Price:						
HK\$0.84						
(30/12/2011)						
Ordinary shares	3,000,000	Nil	Nil	Nil	Nil	3,000,000
(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)	<u>N/A</u>					
Class of shares issuable (Note 1)	<u>Ordinary shares</u>					
Subscription price	<u>HK\$2.00</u> <u>(Subject to adjustments)</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(14/02/2011)</u>					
2.						
(/ /)						
Stock code (if listed)	_____					
Class of shares issuable (Note 1)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
3.						
(/ /)						
Stock code (if listed)	_____					
Class of shares issuable (Note 1)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
4.						
(/ /)						
Stock code (if listed)	_____					
Class of shares issuable (Note 1)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
			Total B.	(Ordinary shares)	<u>Nil</u>	
				(Preference shares)	<u>N/A</u>	
				(Other class)	<u>N/A</u>	

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
<u>1. Convertible Notes</u>						(Approx.)
	HK\$	HK\$105,024,980	Nil	HK\$105,024,980	Nil	319,224,863
Stock code (if listed)	<u>N/A</u>					
Class of shares issuable (Note 1)	<u>Ordinary shares</u>					
Subscription price	<u>HK\$0.329 per share</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(16/09/2008)</u>					
<u>2. Convertible Bonds</u>						
	HK\$	HK\$200,000,000	Nil	HK\$200,000,000	Nil	100,000,000
Stock code (if listed)	<u>N/A</u>					
Class of shares issuable (Note 1)	<u>Ordinary shares</u>					
Subscription price	<u>HK\$2.00 per share</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>under the general mandate granted to the directors at the AGM held on (09/11/2010)</u>					
<u>3. N/A</u>						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
<u>4. N/A</u>						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
Total C. (Ordinary shares)					<u>Nil</u>	
(Preference shares)					<u>N/A</u>	
(Other class)					<u>N/A</u>	

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.*