



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 29/02/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Digital Licensing (Group) LimitedDate Submitted 01/03/2012**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 8175 Description : CHI DIGITAL LIC

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | <u>4,000,000,000</u>      | <u>HK\$0.05</u>                            | <u>HK\$200,000,000</u>                                   |
| Increase/(decrease)                 | <u>-</u>                  |                                            | <u>-</u>                                                 |
| Balance at close of the month       | <u>4,000,000,000</u>      | <u>HK\$0.05</u>                            | <u>HK\$200,000,000</u>                                   |

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|-----------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |
| Increase/(decrease)                 | <u>                    </u> |                                            | <u>                    </u>                              |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |

## 2. Preference Shares

|                                     |                             |                                            |                                                          |
|-------------------------------------|-----------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code :                        | <u>N/A</u>                  | Description :                              | _____                                                    |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>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<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>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\$200,000,000**

\_\_\_\_\_

## 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   | <u>2,268,101,039</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>-</u>               | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>2,268,101,039</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |

## 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 |                                                                      |                                                                                           |
| Share option Scheme at EGM on                                                                            |                           |           |           |        |                                                                      |                                                                                           |
| (24 /1 /2003 )                                                                                           |                           |           |           |        |                                                                      | 98,000,000                                                                                |
| Ordinary shares                                                                                          |                           |           |           |        |                                                                      |                                                                                           |
| (Note 1)                                                                                                 |                           |           |           |        |                                                                      |                                                                                           |
| 2. N/A                                                                                                   |                           |           |           |        |                                                                      |                                                                                           |
|                                                                                                          |                           |           |           |        |                                                                      |                                                                                           |
| ( / / )                                                                                                  |                           |           |           |        |                                                                      |                                                                                           |
| shares                                                                                                   |                           |           |           |        |                                                                      |                                                                                           |
| (Note 1)                                                                                                 |                           |           |           |        |                                                                      |                                                                                           |
| 3. N/A                                                                                                   |                           |           |           |        |                                                                      |                                                                                           |
|                                                                                                          |                           |           |           |        |                                                                      |                                                                                           |
| ( / / )                                                                                                  |                           |           |           |        |                                                                      |                                                                                           |
| shares                                                                                                   |                           |           |           |        |                                                                      |                                                                                           |
| (Note 1)                                                                                                 |                           |           |           |        |                                                                      |                                                                                           |
| Total A. (Ordinary shares)                                                                               |                           |           |           |        | <u>0</u>                                                             |                                                                                           |
| (Preference shares)                                                                                      |                           |           |           |        | <u>N/A</u>                                                           |                                                                                           |
| (Other class)                                                                                            |                           |           |           |        | <u>N/A</u>                                                           |                                                                                           |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |           |        | <u>0</u>                                                             |                                                                                           |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>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. Non-listed warrants                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
|                                                          | HKD                             | 74,936,000                                      | -                                | 74,936,000                                | -                                                                                      | 275,500,000                                                                                                    |
| ( 2 /9 /2013 )                                           |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 | Ordinary shares                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 | HKD0.272                                        |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| 2. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| 3. N.A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| 4. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| ( / / )                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )                                         |                                  |                                           |                                                                                        |                                                                                                                |
| Total B.                                                 |                                 |                                                 |                                  |                                           | (Ordinary shares)                                                                      | 0                                                                                                              |
|                                                          |                                 |                                                 |                                  |                                           | (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 bonds                           | HKD                            | 4,000,000                          |                            | 4,000,000                    |                                                                      | 22,222,222                                                                                |
| Stock code (if listed)                         |                                | N/A                                |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                | Ordinary shares                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                | HK\$0.18                           |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( 23 / 05 / 2011 )                 |                            |                              |                                                                      |                                                                                           |
| 2. Convertible bonds                           | HKD                            | 23,903,000                         | -                          | 23,903,000                   |                                                                      | 254,287,234                                                                               |
| Stock code (if listed)                         |                                | N/A                                |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                | Ordinary shares                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                | HKD0.094                           |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( 16 / 12 / 2009 )                 |                            |                              |                                                                      |                                                                                           |
| 3.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| 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)                     |                                |                                    |                            |                              | 0                                                                    |                                                                                           |
| (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. N/A<br><br><br><br>(   /   /   )<br>shares ( <i>Note 1</i> )                                         |                                                                      |                                                                                           |
| 2. N/A<br><br><br><br>(   /   /   )<br>shares ( <i>Note 1</i> )                                         |                                                                      |                                                                                           |
| 3. N/A<br><br><br><br>(   /   /   )<br>shares ( <i>Note 1</i> )                                         |                                                                      |                                                                                           |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      | 0<br>N/A<br>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 _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  | N/A                                                                                       |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  | N/A                                                                                       |
| 3. Placing      | At price: State currency _____  | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  | N/A                                                                                       |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  | N/A                                                                                       |

## For Main Board and GEM listed issuers

|               |                         |                              |                                                                                                                                                                                       | No. of new<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|---------------|-------------------------|------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| Type of Issue |                         |                              |                                                                                                                                                                                       |                                                                                  |                                                                                                             |
| 5.            | Scrip dividend          | At price : State<br>currency | <div>_____</div> <div>Class of shares issuable _____<br/>(Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div> | N/A                                                                              | N/A                                                                                                         |
| 6.            | Repurchase of<br>shares |                              | <div>Class of shares repurchased (Note 1) _____</div> <div>Cancellation date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div>                          | N/A                                                                              | N/A                                                                                                         |
| 7.            | Redemption of<br>shares |                              | <div>Class of shares redeemed (Note 1) _____</div> <div>Redemption date : (dd/mm/yyyy) ( / / )</div> <div>EGM approval date: (dd/mm/yyyy) ( / / )</div>                               | N/A                                                                              | N/A                                                                                                         |
| 8.            | Consideration issue     | At price : State<br>currency | <div>Class of shares issuable _____<br/>(Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy) ( )</div> <div>EGM approval date: (dd/mm/yyyy) ( )</div>                          | N/A                                                                              | N/A                                                                                                         |

For Main Board and GEM listed issuers

|                               |                                    |  |                                            | No. of new<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|-------------------------------|------------------------------------|--|--------------------------------------------|----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| Type of Issue                 |                                    |  |                                            |                                                                                  |                                                                                                             |
| 9. Capital<br>reorganisation  |                                    |  | Class of shares issuable _____<br>(Note 1) |                                                                                  |                                                                                                             |
|                               |                                    |  | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / )                                                                          |                                                                                                             |
|                               |                                    |  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / )                                                                          |                                                                                                             |
|                               |                                    |  |                                            | <u>N/A</u>                                                                       | <u>N/A</u>                                                                                                  |
| 10. Other<br>(Please specify) | At price : State<br>currency _____ |  |                                            | Class of shares issuable _____<br>(Note 1)                                       |                                                                                                             |
|                               |                                    |  |                                            | Issue and allotment<br>date : (dd/mm/yyyy)                                       | ( / / )                                                                                                     |
|                               |                                    |  |                                            | EGM approval date:<br>(dd/mm/yyyy)                                               | ( / / )                                                                                                     |
|                               |                                    |  |                                            | <u>N/A</u>                                                                       | <u>N/A</u>                                                                                                  |
|                               |                                    |  | Total E.                                   | (Ordinary shares)                                                                | <u>0</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>0</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> |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |            |

Remarks (if any):

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Submitted by: Au Shui Ming Anna

Title: Director  
(Director, Secretary or other duly authorised officer)

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*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.*