



香港交易所

Monthly Return of Equity Issuer on Movements in Securities**For the month ended (dd/mm/yyyy) :** 31/07/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Hengdeli Holdings LimitedDate Submitted 01/08/2012**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 3389 Description : _____

	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>HKD0.005</u>	<u>HKD50,000,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>10,000,000,000</u>	<u>HKD0.005</u>	<u>HKD50,000,000</u>

(2) Stock code : _____ 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 :	_____	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 :	_____	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*) :

HKD50,000,000

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>4,394,131,054</u>		<u>0</u>	<u>0</u>
Increase/ (decrease) during the month	<u>(1,692,000)</u>		<u>0</u>	<u>0</u>
Balance at close of the month	<u>4,392,439,054</u>		<u>0</u>	<u>0</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		
1.Share Option Scheme												
(27/08/2005)												
Ordinary shares							0	0	0	34,804,000	0	4,150,000
(Note 1)												
2.												
(/ /)												
shares												
(Note 1)												
3.												
(/ /)												
shares												
(Note 1)												
							Total A. (Ordinary shares) 0					
							(Preference shares) 0					
							(Other class) 0					
Total funds raised during the month from exercise of options (State currency)												
HKD0												

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.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
3.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
4.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
Total B.						
(Ordinary shares)						0
(Preference shares)						0
(Other class)						0

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. RMB1,150,000,000 USD						
Settled Zero Coupon						
Convertible Bonds due 2012						
listed on the Singapore						
Stock Exchange	RMB	44,000,000	0	44,000,000	0	12,206,759
Stock code (if listed)	ISIN-XS0313803321					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HKD3.73					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2. HK\$2,500,000,000						
2.5% Convertible Bonds						
due 2015 Listed on the						
Singapore Stock Exchange	HKD	2,500,000,000	0	2,500,000,000	0	504,805,750
Stock code (if listed)	ISIN-XS0543801350					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HKD4.9524					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
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) 0			
			(Other class) 0			

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. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
2. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
3. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	0	
(Preference shares)	0	
(Other class)	0	

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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2. Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3. Placing	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4. Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> 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
<p>5. Scrip dividend At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p>		
<p>6. Repurchase of shares</p> <p>Class of shares repurchased (Note 1) <u>Ordinary shares</u></p> <p>Cancellation date : (05/07/2012) (692,000) (19/07/2012) (1,000,000)</p> <p>EGM approval date: (08/05/2012) (dd/mm/yyyy)</p>		
<p>7. Redemption of shares</p> <p>Class of shares redeemed (Note 1) _____</p> <p>Redemption date : (/ /) (dd/mm/yyyy)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p>		
<p>8. Consideration issue At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p>		

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 _____ (Note 1)					
	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 _____ (Note 1)				
		Issue and allotment date : (dd/mm/yyyy)			(/ /)	
		EGM approval date: (dd/mm/yyyy)			(/ /)	
				_____	_____	
Total E.				(Ordinary shares)	<u>(1,692,000)</u>	
				(Preference shares)	<u>0</u>	
				(Other class)	<u>0</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(1,692,000)
	(2)	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		0
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		0
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

Submitted by: Peter Ng Man Wai

Title: 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.*