

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/03/2012							
To: Hong Kong Exchanges and Clearing Limited							
Name of Issuer China Mandarin Holdings Limited							
Date Submitted 0	2/04/201	2					
I. Movements in Authorised Shar	e Capital						
1. Ordinary Shares							
(1) Stock code :0009	Descripti	on:	Ordinary	Shares			
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)			
Balance at close of preceding mo	nth _	10,000,000,000	0.10	1,000,000,000.00			
Increase/(decrease)	-						
Balance at close of the month	_	10,000,000,000	0.10	1,000,000,000.00			
(2) Stock code : N/A	Description	on :					
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding mor	nth		F				
Increase/(decrease)	=		8				
Balance at close of the month	=						

1,000,000,000.00

ption :		
No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
-	<del></del>	
я		
ption:		
No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
-	,	
	No. of preference shares  ption:	No. of preference shares  Par value (State currency)  Par value (State currency)  Par value (State currency)

Total authorised share capital at the end of the month (HK\$):

## II. Movements in Issued Share Capital

	No. of ordinary shares (1) (2)		No of preference	No. of other classe	
			shares	of shares	
Balance at close of preceding month	3,433,183,998			,	
Increase/ (decrease) during the month				() MANN ()	
Balance at close of the month	3,433,183,998			; <del></del>	

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer which may be issuer issued during including EGM the month pursuant issued pursuant thereto approval date thereto as at close of the month Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Lapsed Exercised Cancelled 1. N/A ) shares (Note 1) 2. shares (Note 1) 3. (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 (HK\$) N/A

Warrants to Issue Shares of the I	ssuer which are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value preceding m	f during the	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.	( /_ / _ )				
( / / )	·	<del></del> :			
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date		_			
(if applicable)					
(dd/mm/yyyy)4.	( / / )				
( / / )		<del>-</del> :			-
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
		(Preferer	ary shares) nce shares) Other class)	N/A N/A N/A	

Convertibles (i.e. Convertible	into Shares of the I	ssuer 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 Stock code (if listed) Class of shares	HK\$ N/A	52,000,000		_52,000,000		150,724,637
issuable (Note 1) Subscription price SGM approval date	Ordinary Shares HK\$0.345	<u> </u>				
(if applicable) (dd/mm/yyyy))	(24/01/2011)					
2.	(24/01/2011)					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)	Si W W 30		-			
(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)	( / / )					
		1		nary shares) nce shares) Other class)	NIL N/A N/A	s s

N/A

N/A

N/A

than under Share Option Schemes) No. of new shares of No. of new shares of issuer issued during issuer which may be the month pursuant issued pursuant thereto Full particulars including EGM approval date (dd/mm/yyyy), thereto as at close of the month if applicable, and class of shares issuable: 1. N/A ( / / shares (Note 1) 2. shares (Note 1) 3. ( / / shares (Note 1) Total D. (Ordinary shares)

(Preference shares)

(Other class)

shares of shares of issuer issued issuer which during the may be month issued pursuant pursuant thereto thereto as a	Ot	ther Movements i	in Issued Share Capital				
Class of shares issuable		T af Irana				issuer issued during the month pursuant	may be issued pursuant thereto as at close of the
1. Rights issue	-	Type of Issue					monin
Class of shares issuable						er.	
Class of shares issuable	1.	Rights issue	At price : State currency		(11	)	
Class of shares issuable				EGM approval date: (dd/mm/yyyy)	( / /		
Class of shares issuable   N/A						N/A	
2. Open offer  At price: State currency  Bissue and allotment ( / / )  date: (dd/mm/yyyy)  EGM approval date: ( / / )  (dd/mm/yyyy)  N/A   Class of shares issuable ( / / )  date: (dd/mm/yyyy)  AGM approval date: ( / / )  (dd/mm/yyyy)  AGM approval date: ( / / )  N/A   Class of shares issuable ( / / )  date: (dd/mm/yyyy)  N/A   Class of shares issuable ( / / )  Sue and allotment ( / / )  AGM approval date: ( / / )  Sue and allotment ( / / )  AGM approval date: ( / / )  EGM approval date: ( / / )  Glass of shares issuable ( / / )  EGM approval date: ( / / )		_				_	
Class of shares issuable   N/A	2.	Open offer	ALDIRE .	Issue and allotment	( / /	)	
Class of shares issuable				EGM approval date: (dd/mm/yyyy)	( / /		
State currency   Issue and allotment date: (dd/mm/yyyy)   N/A						N/A	js
At price: currency date: (dd/mm/yyyy)  AGM approval date: (dd/mm/yyyy)  Class of shares issuable (///) (Note I)  4. Bonus issue  Issue and allotment (///) date: (dd/mm/yyyy)  EGM approval date: (///)					<u> </u>		
Class of shares issuable (Note 1)  4. Bonus issue  Issue and allotment (///) date: (dd/mm/yyyy)  EGM approval date: (///) (dd/mm/yyyy)	3.	Placing			( / /	)	
Class of shares issuable (Note 1)  4. Bonus issue  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (///) (dd/mm/yyyy)				upprotus autor	(1/		
(Note 1)  4. Bonus issue  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (///) (dd/mm/yyyy)						N/A	5
date: (dd/mm/yyyy)  EGM approval date: (/// ) (dd/mm/yyyy)						<u> </u>	
(dd/mm/yyyy)	4.	Bonus issue			(11)	Š	
N/A				EGM approval date: (dd/mm/yyyy)	(1/)		
						N/A	-

	Type of Issue			For Main	Boa	rd and GEM lis  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
			Class of shares issuable (Note 1)	*: 			
5.	Scrip dividend	At price : State currency —	Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						N/A	-
			Class of shares repurchased (Note 1)	<u> </u>	_		
6.	Repurchase of shares		Cancellation date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						N/A	-
			Class of shares redeemed (Note 1)	2	>:		
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						N/A	-
			Class of shares issuable (Note 1)				
3.	Consideration issue	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(11	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			****			N/A	2-

			For Main	Board	and GEM lis	ted issuers
	Type of Issue				No. of new shares of ssuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
		Class of shares issuab	le			
		(Note 1)		_		
9.	Capital reorganisation	Issue and allotment date: (dd/mm/yyyy)	(11	)		
		SGM approval date: (dd/mm/yyyy)	(11	)	N/A	
		Class of shares issuable (Note 1)	le	-		
10.	Other (Please specify) At price: State currency	Issue and allotment date: (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	
		Total E.	(Ordinary s	hares)	N/A	
			Preference s (Other	hares)	N/A	=======================================
То	otal increase / (decrease) in ordinary shares during th	ne month (i.e. Total of A to	э Е):	(1)	ין	N/A
				(2)	۱	N/A
To	otal increase / (decrease) in preference shares during	the month (i.e. Total of A	to E):		-	N/A
To	otal increase / (decrease) in other classes of shares du	uring the month (i.e. Total	of A to E):			V/A

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):
Submitted by: Law Kee, Alice
Title: Director (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.