

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 30/06/2012

To: Hong Kong Exchanges and C.	learing Limited		
Name of Issuer Ch	nina Mandarin Holdings L	imited	
Date Submitted 03	/07/2012		
I. Movements in Authorised Share	Capital		
1. Ordinary Shares			
(1) Stock code :D	Description :	Ordinary	Shares
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding mon	th100,000,000,000	0.01	1,000,000,000.00
Increase/(decrease)			
Balance at close of the month	100,000,000,000	0.01	1,000,000,000.00
(2) Stock code : N/A D	Description :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mon	th	<u> </u>	
Increase/(decrease)			
Balance at close of the month			

Stock code : N/A Descri	ntion		
Stock code: N/A Descri	ption:		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
3. Other Classes of Shares  Stock code : N/A Descri	ption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	(State	
Stock code : N/A Descri	No. of other	(State	capital

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	343,318,399					
Increase/ (decrease) during the month	343,318,399					
Balance at close of the month	686,636,798					

## III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and — class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. N/A	Granica	Excressed	Синсенси	Епраси		
$( \begin{array}{ccc} / & / & ) \end{array}$						
shares						
( <i>Note 1</i> )						
2.						
(						
( / / ) shares						
(Note 1)						
(11016 1)						
3.						
( / / )						
shares						-
(Note 1)						
		To	otal A. (Ordin		N/A	
			•	nce shares)	N/A	
m 10 1 1 1				Other class)	N/A	
Total funds raised d	luring the mo	onth from exerc	eise	<b>N</b> T/ A		
of options (HK\$)				N/A		

1. N/A	Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal value close of preceding mo	du	xercised uring 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
Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2.  (	1. N/A							
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) 4.	Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)	  				
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)  ( / / )	Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)	  				
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  ( / / )	Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)							
(Preference shares) N/A	Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)		)				N/A	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. Convertible Bonds HK\$ 52,000,000 52,000,000 21,443,298 Stock code (if listed) N/A Class of shares issuable (Note 1) **Ordinary Shares** Subscription price HK\$2.425 SGM approval date (if applicable) (dd/mm/yyyy)) (24/01/2011) 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 C. (Ordinary shares) **NIL** (Preference shares) N/A (Other class) N/A

For Main Board and GEM listed issuers
Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

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

		i Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the
	Type of Issue						month
			Class of shares issuable (Note 1)		_		
1.	Rights issue	At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	
		Шиф	Class of shares issuable (Note 1)	Ordinary Shares	<u>Y</u>		
2.	Open offer	At price : State currency $\frac{HK\$}{0.538}$	Issue and allotment date : (dd/mm/yyyy)	(26/06/201	12)		
			SGM approval date: (dd/mm/yyyy)	(23/05/201	12)	343,318,399	
			Class of shares issuable	- <u></u>			
			(Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /			
			AGM approval date: (dd/mm/yyyy)	( / /	)	N7/A	
					-	N/A	
			Class of shares issuable (Note 1)		_		
4.	Bonus issue		Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	
					-	IVA	

				For Main	Boa	rd and GEM listed	
	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
			Class of shares issuable (Note 1)	<del>-</del>			_
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)	3			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	
			Class of shares redeemed (Note 1)	S			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	

For Main Board and GEM listed issuers

					No. of new shares of issue issued during the month pursuan thereto	he shares of
						at close of the
	Type of Issue					month
			Class of shares issuable (Note 1)	; <u> </u>		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )		
			SGM approval date:	( / / )		
			(dd/mm/yyyy)		N/A	
			Class of shares issuable (Note 1)	:		
10.	Other (Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )	N/A	
				Ordinary shar		99
			(Pi	reference shar (Other cla		
T	ntal increase / (decre	ease) in ordinary shares during t	the month (i.e. Total of A to	E).	(1) 3/13/2	
10	nai merease / (ueere	case, in ordinary shares dufflig t	me monun (1.c. 10tai 01 A to	ப <i>)</i> .	(2)	18,399
To	otal increase / (decre	ease) in preference shares during	g the month (i.e. Total of A t	to E):		I/A
						I/A
1 '	Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):					

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

For	N/	fain.	Roard	land	GFM	listed	issuers
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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.