



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/11/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Flavors and Fragrances Company Limited

Date Submitted 6 December 2011

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

|                                     |                    |                        |  |   |
|-------------------------------------|--------------------|------------------------|--|---|
| (1) Stock code :                    | <u>03318</u>       | Description :          | <u>CHINA FLAVORS</u>                   |   |
|                                     |                    | No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | <u>800,000,000</u> | <u>800,000,000</u>     | <u>HK\$0.10</u>                        | <u>HK\$80,000,000.00</u>                              |
| Increase/(decrease)                 | <u>0</u>           | <u>0</u>               |  | <u>0</u>  |
| Balance at close of the month       | <u>800,000,000</u> | <u>800,000,000</u>     | <u>HK\$0.10</u>                        | <u>HK\$80,000,000.00</u>                              |
| (2) Stock code :                    | <u>--</u>          | Description :          | <u>--</u>                              |   |
|                                     |                    | No. of ordinary shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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<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 :    --                  | 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\$80,000,000.00**

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   | <b>509,373,936</b>     | --  | --                      | --                             |
| Increase/ (decrease) during the month | <b>0</b>               | --  | --                      | --                             |
| Balance at close of the month         | <b>509,373,936</b>     | --  | --                      | --                             |

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.<br>_____<br>_____<br>_____<br>( / / )<br>_____<br>shares  | _____                     | _____     | _____                      | _____  | _____  | _____   |
| (Note 1)   |                           |           |                            |        |  |   |
| 2.<br>_____<br>_____<br>_____<br>( / / )<br>_____<br>shares  | _____                     | _____     | _____                      | _____  | _____  | _____   |
| (Note 1)   |                           |           |                            |        |  |   |
| 3.<br>_____<br>_____<br>_____<br>( / / )<br>_____<br>shares  | _____                     | _____     | _____                      | _____  | _____  | _____   |
| (Note 1)   |                           |           |                            |        |  |   |
|  |                           |           | Total A. (Ordinary shares) | _____  |  |   |
|  |                           |           | (Preference shares)        | _____  |  |   |
|  |                           |           | (Other class)              | _____  |  |   |
| Total funds raised during the month from exercise of options (State currency)                            | _____                     |           |                            |        |  |   |

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

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

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

## 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><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 4.            | Bonus issue  |                                 | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>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 | _____<br>Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |
| 6.            | Repurchase of shares |                           | _____<br>Class of shares repurchased (Note 1)<br>Cancellation date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)     | ( / / )  | ( / / )   |
| 7.            | Redemption of shares |                           | _____<br>Class of shares redeemed (Note 1)<br>Redemption date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)          | ( / / )  | ( / / )   |
| 8.            | Consideration issue  | At price : State currency | _____<br>Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |



For Main Board and GEM listed issuers

| 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 |
|--|---|--|---|
| 9. Capital reorganisation                                  | Class of shares issuable _____<br>(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 _____<br>(Note 1)      |  |   |
|  | Issue and allotment date : (dd/mm/yyyy) ( / / ) |  |   |
|  | EGM approval date: (dd/mm/yyyy) ( / / )         |  |   |
| Total E. (Ordinary shares)                                 |   | _____  | _____   |
|  |   | (Preference shares)  | _____   |
|  |   | (Other class)  | _____   |

|   |     |       |    |
|---|-----|-------|----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):         | (1) | _____ | 0  |
|   | (2) | _____ | -- |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):       |     | _____ | -- |
| 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").)

Remarks (if any):

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Submitted by: Tricor Investor Services Limited

Title: Branch Share Registrar  
(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.*