



香港交易所

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

For the month ended (dd/mm/yyyy) : 31 October 2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer HKC (Holdings) Limited

Date Submitted 6 November 2014

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

|                                     |            |               |                           |   |
|-------------------------------------|------------|---------------|---------------------------|---|
| (1) Stock code :                    | <u>190</u> | Description : | <u>Ordinary shares</u>    |   |
|                                     |            |               | No. of ordinary<br>shares | Par value<br>(State<br>currency)                |
|                                     |            |               |                           | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |            |               | <u>30,000,000,000</u>     | <u>HK\$0.01</u>                                 |
|                                     |            |               |                           | <u>HK\$300,000,000.00</u>                       |
| Increase/(decrease)                 |            |               | <u>---</u>                | <u>---</u>                                      |
| Balance at close of the month       |            |               | <u>30,000,000,000</u>     | <u>HK\$0.01</u>                                 |
|                                     |            |               |                           | <u>HK\$300,000,000.00</u>                       |
| (2) Stock code :                    | <u>N/A</u> | Description : | <u></u>                   |   |
|                                     |            |               | No. of ordinary<br>shares | Par value<br>(State<br>currency)                |
|                                     |            |               |                           | Authorised share capital<br>(State currency)    |
| Balance at close of preceding month |            |               | <u></u>                   | <u></u>   |
| Increase/(decrease)                 |            |               | <u></u>                   | <u></u>   |
| Balance at close of the month       |            |               | <u></u>                   | <u></u>   |

## 2. Preference Shares

|                                     |            |                          |                               |  |
|-------------------------------------|------------|--------------------------|-------------------------------|--|
| Stock code :                        | <u>N/A</u> | Description :            | _____                         |  |
|                                     |            | No. of preference shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
| 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 classes of shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
| 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\$300,000,000.00**

## 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>11,241,885,425</b>  | --- | ---                     | ---                            |
| Increase/ (decrease) during the month | <b>353,321,773</b>     | --- | ---                     | ---                            |
| Balance at close of the month         | <b>11,595,207,198</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. Exercise Price<br><u>HK\$1.066</u><br><u>( 16 / 06 / 2006 )</u><br><u>Ordinary shares</u>             | 0                         | 0         | 0         | 0      | 0  | 30,923,331  |
| 2. Exercise Price<br><u>HK\$1.726</u><br><u>( 16 / 06 / 2006 )</u><br><u>Ordinary shares</u>             | 0                         | 0         | 0         | 0      | 0  | 13,329,036  |
| 3. Exercise Price<br><u>HK\$1.242</u><br><u>( 16 / 06 / 2006 )</u><br><u>Ordinary shares</u>             | 0                         | 0         | 0         | 0      | 0  | 83,306,404  |

## III. Details of Movements in Issued Share Capital (continued)

## Share Options (under Share Option Schemes of the Issuer) (continued)

| 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        |  |   |
| 4. Exercise Price  | 0                         | 0         | 0         | 0             | 0  | 54,500,000  |
| HK\$0.269<br>( 16 / 06 / 2006 )  |                           |           |           |               |  |   |
| Ordinary shares  |                           |           |           |               |  |   |
|  |                           |           |           | (Other class) | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |           | 0             |  |   |

## 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 value | Nominal value at<br>close of preceding<br>month | Exercised<br>during the<br>month | Nominal value at<br>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 issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|--|------------------------------|---|----------------------------------|---|--|---|
| 1. Warrants  |                              |   |                                  |   |  |   |
| ( 15 / 10 / 2015 )                                       | HKD                          | N/A   | 60,064,701.41                    | 322,159,403.04                            | 353,321,773  | 1,895,055,312   |
| Stock code (if listed)                                   | 1403                         |   |                                  |   |  |   |
| Class of shares issuable<br>(Note 1)                     | Ordinary Shares              |   |                                  |   |  |   |
| Subscription price                                       | HK\$0.17                     |   |                                  |   |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | N/A                          |   |                                  |   |  |   |
| 2.   |                              |   |                                  |   |  |   |
| ( / / )  |                              |   |                                  |   |  |   |
| Stock code (if listed)                                   |                              |   |                                  |   |  |   |
| Class of shares issuable<br>(Note 1)                     |                              |   |                                  |   |  |   |
| Subscription price                                       |                              |   |                                  |   |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                      |   |                                  |   |  |   |
| 3.   |                              |   |                                  |   |  |   |
| ( / / )  |                              |   |                                  |   |  |   |
| Stock code (if listed)                                   |                              |   |                                  |   |  |   |
| Class of shares issuable<br>(Note 1)                     |                              |   |                                  |   |  |   |
| Subscription price                                       |                              |   |                                  |   |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                      |   |                                  |   |  |   |
|  |                              |   |                                  | Total B. (Ordinary shares)                | 353,321,773  |   |
|  |                              |   |                                  | (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.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable (Note 1)              | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | ( / / )                            | _____                      | _____                        | _____  | _____   |
| 2.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable (Note 1)              | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | ( / / )                            | _____                      | _____                        | _____  | _____   |
| 3.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable (Note 1)              | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | ( / / )                            | _____                      | _____                        | _____  | _____   |
| 4.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable (Note 1)              | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | ( / / )                            | _____                      | _____                        | _____  | _____   |
|  |                                |                                    |                            | Total C. (Ordinary shares)   | _____  | _____   |
|  |                                |                                    |                            | (Preference shares)          | _____  | _____   |
|  |                                |                                    |                            | (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 (Note 1)  |  |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  |  |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  |  |   |
| Total D. (Ordinary shares)  |  |   |
| (Preference shares)   |  |   |
| (Other class)   |  |   |

## 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 (Note 1) _____<br>Issue and allotment date : ( / / ) (dd/mm/yyyy)<br>EGM approval date: ( / / ) (dd/mm/yyyy)         | N/A  |   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : ( / / ) (dd/mm/yyyy)<br>EGM approval date: ( / / ) (dd/mm/yyyy)         | N/A  |   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : ( / / ) (dd/mm/yyyy)<br>EGM approval date: ( / / ) (dd/mm/yyyy)         | N/A  |   |
| 4.            | Bonus issue  |                                 | Class of shares issuable (Note 1) _____<br>Issue and allotment date : ( / / ) (dd/mm/yyyy)<br>EGM approval date: ( / / ) ( / / ) (dd/mm/yyyy) | N/A  |   |



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 |                      |            |                      |   |   |  |
| 5.            | Scrip dividend       | At price : | State currency _____ | Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>SGM approval date: (dd/mm/yyyy)                       | N/A   |  |
| 6.            | Repurchase of shares |            |                      | Class of shares repurchased (Note 1) _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | N/A   |  |
| 7.            | Redemption of shares |            |                      | Class of shares redeemed (Note 1) _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | N/A   |  |
| 8.            | Consideration issue  | At price : | State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A   |  |

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 thereto as at close of the month |
|-------------------------------|---|--|--|
| 9. Capital reorganisation     | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                                    | N/A  |  |
| 10. Other<br>(Please specify) | At price : State currency _____<br>Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A  |  |
|                               |   | Total E. (Ordinary shares)   | N/A  |
|                               |   | (Preference shares)  | N/A  |
|                               |   | (Other class)  | N/A  |

|   |     |                    |
|---|-----|--------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <u>353,321,773</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>         |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |                    |

Remarks (if any):

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Submitted by: LAI Kam Kuen, Ricky

Title: Company Secretary  
(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.*