



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Flavors and Fragrances Company Limited

Date Submitted 3/2/2017

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 (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>1,600,000,000</u> | <u>HK\$0.10</u> | <u>HK\$160,000,000.00</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>1,600,000,000</u> | <u>HK\$0.10</u> | <u>HK\$160,000,000.00</u> |
| (2) Stock code : <u>--</u> Description : <u>--</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

2. Preference Shares

| | | | |
|--|--------------------------------|--|--|
| Stock code : <u> -- </u> Description : <u> -- </u> | | | |
| | 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 : <u> -- </u> Description : <u> -- </u> | | | |
| | 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*) :

HK\$160,000,000.00

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 | 675,042,640 | -- | -- | -- |
| Increase/ (decrease) during the month | -- | -- | -- | -- |
| Balance at close of the month | 675,042,640 | -- | -- | -- |

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 | | |
| <u>1. Exercise Price</u> <u>HK\$1.34</u> <u>Meeting approved</u> <u>(22/04/2015)</u> <u>Ordinary shares</u> <u>(Note 1)</u> | Nil | Nil | Nil | Nil | Nil | 6,500,000 |
| <u>2. Exercise Price</u> <u>HK\$1.34</u> <u>EGM approved</u> <u>(29/05/2015)</u> <u>Ordinary shares</u> <u>(Note 1)</u> | Nil | Nil | Nil | Nil | Nil | 22,525,100 |
| <u>3.</u> <u>(/ /)</u> <u>shares</u> <u>(Note 1)</u> | | | | | | |
| | | | Total A. (Ordinary shares) | | 0 | |
| | | | (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 (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 (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. _____ _____ _____ (/ /) 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) (/ /) | | | | | | |
| Total B. (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) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | _____ | _____ |
| 2. Open offer | At price : | State currency | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | _____ | _____ |
| 3. Placing | At price : | State currency | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | _____ | _____ |
| 4. Bonus issue | | | Class of shares issuable (Note 1) _____ 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 |
|-------------------------|------------|----------------|---|--|---|
| 5. Scrip dividend | At price : | State currency | Class of shares issuable (<i>Note 1</i>) _____ | (/ /) | _____ |
| | | | Issue and allotment date : (dd/mm/yyyy) | | |
| | | | AGM approval date: (dd/mm/yyyy) | (/ /) | _____ |
| 6. Repurchase of shares | | | Class of shares repurchased (<i>Note 1</i>) _____ | (/ /) | _____ |
| | | | Cancellation date : (dd/mm/yyyy) | (/ /) | _____ |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ |
| 7. Redemption of shares | | | Class of shares redeemed (<i>Note 1</i>) _____ | (/ /) | _____ |
| | | | Redemption date: (dd/mm/yyyy) | (/ /) | _____ |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ |
| 8. Consideration 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) | (/ /) | _____ |

| 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 (<i>Note 1</i>) _____ | | |
| | 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 (<i>Note 1</i>) _____ | | |
| | 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) | _____ | -- |
| (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): | _____ | -- |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

