

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

**For the month ended (dd/mm/yyyy) :** 30/11/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Animal Healthcare Ltd.

Date Submitted 01/12/2017

**I. Movements in Authorised Share Capital**

**1. Ordinary Shares**

|  |                           |  |  |
|--|---------------------------|--|--|
| (1) Stock code : <u>940</u> Description : <u>C Animal Health</u> |                           |  |  |
|  | No. of ordinary<br>shares | Par value<br>( <i>HK\$</i> )               | Authorised share<br>capital<br>( <i>HK\$</i> )           |
| Balance at close of preceding month                              | <u>2,500,000,000</u>      | <u>0.10</u>                                | <u>250,000,000.00</u>                                    |
| Increase/(decrease)  | <u>Nil</u>                |  | <u>Nil</u>   |
| Balance at close of the month                                    | <u>2,500,000,000</u>      | <u>0.10</u>                                | <u>250,000,000.00</u>                                    |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>             |                           |  |  |
|  | No. of ordinary<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                              | <u></u>                   | <u></u>                                    | <u></u>  |
| Increase/(decrease)  | <u></u>                   |  | <u></u>  |
| Balance at close of the month                                    | <u></u>                   | <u></u>                                    | <u></u>  |

## 2. Preference Shares

|                                     |                             |                                      |   |
|-------------------------------------|-----------------------------|--------------------------------------|---|
| Stock code :                        | <u>N/A</u>                  | Description :                        | <u>N/A</u>  |
|                                     | No. of preference shares    | Par value<br><i>(State currency)</i> | Authorised share capital<br><i>(State currency)</i> |
| Balance at close of preceding month | <u>                    </u> | <u>                    </u>          | <u>                    </u>                         |
| Increase/(decrease)                 | <u>                    </u> |                                      | <u>                    </u>                         |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>          | <u>                    </u>                         |

## 3. Other Classes of Shares

|                                     |                                |                                      |   |
|-------------------------------------|--------------------------------|--------------------------------------|---|
| Stock code :                        | <u>N/A</u>                     | Description :                        | <u>N/A</u>  |
|                                     | No. of other classes of shares | Par value<br><i>(State currency)</i> | Authorised share capital<br><i>(State currency)</i> |
| Balance at close of preceding month | <u>                    </u>    | <u>                    </u>          | <u>                    </u>                         |
| Increase/(decrease)                 | <u>                    </u>    |                                      | <u>                    </u>                         |
| Balance at close of the month       | <u>                    </u>    | <u>                    </u>          | <u>                    </u>                         |

Total authorised share capital at the end of the month (*HK\$*) : 250,000,000.00

## 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   | 1,965,989,853          | N/A | N/A                     | N/A                            |
| Increase/ (decrease) during the month | N/A                    | N/A | N/A                     | N/A                            |
| Balance at close of the month         | 1,965,989,853          | N/A | N/A                     | N/A                            |

## III. Details of Movements in Issued Share Capital

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

| Particulars of share option scheme including AGM 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. N/A<br><br>_____<br>_____<br>_____<br>( / / )<br>shares<br>(Note 1)                                   |                           |           |                            |        |  |   |
| 2. _____<br><br>_____<br>_____<br>( / / )<br>shares<br>(Note 1)  |                           |           |                            |        |  |   |
| 3. _____<br><br>_____<br>_____<br>( / / )<br>shares<br>(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 Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)           | Currency of<br>nominal<br>value | Nominal value<br>at close of<br>preceding<br>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. N/A   |                                 |  |                                  |   |  |  |
| ( / / )  |                                 |  |                                  |   |  |  |
| Stock code (if listed)   |                                 |  |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                      |                                 |  |                                  |   |  |  |
| Subscription price   |                                 |  |                                  |   |  |  |
| SGM approval date<br>(if applicable)                               |                                 |  |                                  |   |  |  |
| (dd/mm/yyyy)   |                                 | ( / / )  |                                  |   |  |  |
| 2.   |                                 |  |                                  |   |  |  |
| ( / / )  |                                 |  |                                  |   |  |  |
| Stock code (if listed)   |                                 |  |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                      |                                 |  |                                  |   |  |  |
| Subscription price   |                                 |  |                                  |   |  |  |
| SGM approval date<br>(if applicable)                               |                                 |  |                                  |   |  |  |
| (dd/mm/yyyy)   |                                 | ( / / )  |                                  |   |  |  |
| 3.   |                                 |  |                                  |   |  |  |
| ( / / )  |                                 |  |                                  |   |  |  |
| Stock code (if listed)   |                                 |  |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                      |                                 |  |                                  |   |  |  |
| Subscription price   |                                 |  |                                  |   |  |  |
| SGM approval date<br>(if applicable)                               |                                 |  |                                  |   |  |  |
| (dd/mm/yyyy)   |                                 | ( / / )  |                                  |   |  |  |
| 4.   |                                 |  |                                  |   |  |  |
| ( / / )  |                                 |  |                                  |   |  |  |
| Stock code (if listed)   |                                 |  |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )                      |                                 |  |                                  |   |  |  |
| Subscription price   |                                 |  |                                  |   |  |  |
| SGM approval date<br>(if applicable)                               |                                 |  |                                  |   |  |  |
| (dd/mm/yyyy)   |                                 | ( / / )  |                                  |   |  |  |
| Total B. (Ordinary shares)<br>(Preference shares)<br>(Other class) |                                 |  |                                  |   | N/A  | N/A  |
|  |                                 |  |                                  |   | 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. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Conversion price<br>SGM approval date (if applicable) (dd/mm/yyyy)   |                                |                                    |                            |                              |  |   |
| 2.   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>SGM approval date (if applicable) (dd/mm/yyyy) |                                |                                    |                            |                              |  |   |
| 3.   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>SGM approval date (if applicable) (dd/mm/yyyy) |                                |                                    |                            |                              |  |   |
| 4.   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>SGM approval date (if applicable) (dd/mm/yyyy) |                                |                                    |                            |                              |  |   |
| Total C. (Ordinary shares)<br>(Preference shares)<br>(Other class)   |                                |                                    |                            |                              | N/A  | N/A   |
|  |                                |                                    |                            |                              | N/A  |   |

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 SGM 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 |
|--|--|---|
| <p>1. On 12 January 2015, the board of directors of the Company, upon recommendation of the remuneration committee of the Company, resolved to grant (the "Grant") the awarded shares (the "Award Shares") pursuant to the performance share scheme to (i) Mr Sun Jinguo ("Mr Sun) and Mr Li Jun ("Mr Li"), the executives directors of the Company and (ii) 44 employees (the "Grantees") of the Company or its subsidiaries, who are not connected person of the Company. The aggregate number of Award Shares of the Company to be allotted and issued pursuant to the Grant, if fully vested, is 10,400,000 to the Grantees and each of Mr Sun and Mr Li will be allotted and issued 700,000 Award Shares, if fully vested. Hence the total number of Award Shares, if fully vested, is 11,800,000. (For more details, please refer to the announcements dated 15 April 2014, 12 January 2015 and 30 January 2015 and the prospectus dated 15 December 2010.)</p> <p style="text-align: right;">(15/04/2010)</p> <p style="text-align: right;">Ordinary shares (<i>Note 1</i>)</p> |  |   |
| <p>2.</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p style="text-align: right;">( / / )</p> <p style="text-align: right;">shares (<i>Note 1</i>)</p>  |  | <p>10,400,000</p> <p>(See Remarks)</p>  |
| <p style="text-align: right;">Total D. (Ordinary shares)</p> <p style="text-align: right;">(Preference shares)</p> <p style="text-align: right;">(Other class)</p>   | <p style="text-align: center;">N/A</p> <p style="text-align: center;">N/A</p> <p style="text-align: center;">N/A</p> |   |

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

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



| 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><i>(Note 1)</i><br>Issue and allotment date : ( dd / mm / yyyy )<br>SGM approval date: ( dd / mm / yyyy ) | N/A  | N/A   |
| 10. Others                 | At price : | Class of shares _____<br><i>(Note 1)</i><br>Cancellation date: ( dd / mm / yyyy )<br>SGM approval date: ( dd / mm / yyyy )                  | N/A  | 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) | N/A |
|   | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | N/A |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remarks (if any):

700,000 Award Shares of the Company to be allotted and issued to each of Mr Sun and Mr Li pursuant to the Grant were cancelled due to the resignations of Mr Sun and Mr Li as executive directors and deputy chief executive officers on 26 June 2015 and 24 July 2017 respectively.

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Submitted by: Song Yanmei

Title: Chairman and Executive Director  
(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.*