



香港交易所

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

For the month ended (dd/mm/yyyy) : 31 January 2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Great China Holdings Limited

Date Submitted 2 February 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 141 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|---|
| Balance at close of preceding month | <u>500,000,000</u>        | <u>HK\$0.20</u>                            | <u>HK\$100,000,000.00</u>                             |
| Increase/(decrease)                 | <u>-</u>                  |  | <u>-</u>  |
| Balance at close of the month       | <u>500,000,000</u>        | <u>HK\$0.20</u>                            | <u>HK\$100,000,000.00</u>                             |

(2) Stock code : N/A Description : N/A

|                                     | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>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>                           |

## 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> | <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>    | <u>                    </u>                         |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>    | <u>                    </u>                         |

Total authorised share capital at the end of the month  
*(State currency)* :

HK\$100,000,000.00

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |       | No. of preference | No. of other classes of shares |
|---------------------------------------|------------------------|-------|-------------------|--------------------------------|
|                                       | (1)                    | (2)   | shares            |                                |
| Balance at close of preceding month   | 261,684,910            | N / A | N / A             | N / A                          |
| Increase/ (decrease) during the month | -                      | N / A | N / A             | N / A                          |
| Balance at close of the month         | 261,684,910            | 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 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. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>( / / )</u>                 |                           |           |           |                                   |  |   |
| <u>Ordinary shares</u><br><i>(Note 1)</i>  | N/A                       | N/A       | N/A       | N/A                               | N / A  | N/A   |
| <u>2. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>( / / )</u>                 |                           |           |           |                                   |  |   |
| <u>Ordinary shares</u><br><i>(Note 1)</i>  | N/A                       | N/A       | N/A       | N/A                               | N / A  | N/A   |
| <u>3. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>( / / )</u>                 |                           |           |           |                                   |  |   |
| <u>Ordinary shares</u><br><i>(Note 1)</i>  | N/A                       | N/A       | N/A       | N/A                               | N / A  | N/A   |
|  |                           |           |           | <b>Total A. (Ordinary shares)</b> | <u>N / A</u>   |   |
|  |                           |           |           | <b>(Preference shares)</b>        | <u>N / A</u>   |   |
|  |                           |           |           | <b>(Other class)</b>              | <u>N / A</u>   |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |           |                                   | <u>-</u>   |   |

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. N/A  |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |  |
| 2. N/A  |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |  |
| 3 N/A   |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |  |
| 4. N/A  |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |  |
| Total B. (Ordinary shares) N/A<br>(Preference shares) N/A<br>(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. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 2. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| 4. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | N/A  |   |
| (Preference shares)                            |                                |                                    |                            |                              | N/A  |   |
| (Other class)                                  |                                |                                    |                            |                              | 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 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. <u>N/A</u><br><hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )     |  |   |
| 2. <u>N/A</u><br><hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )     |  |   |
| 3. <u>N/A</u><br><hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )     |  |   |
| <div style="text-align: right;">Total D. (Ordinary shares)</div>  | N / A  |   |
| <div style="text-align: right;">(Preference shares)</div>   | N / A  |   |
| <div style="text-align: right;">(Other class)</div>   | N / A  |   |

## 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>(Note 1) | Issue and allotment date : (dd/mm/yyyy)<br><br>EGM approval date: (dd/mm/yyyy) | ( / / )<br><br>( / / )   | N / A<br><br>N / A  |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy)<br><br>EGM approval date: (dd/mm/yyyy) | ( / / )<br><br>( / / )   | N / A<br><br>N / A  |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy)<br><br>EGM approval date: (dd/mm/yyyy) | ( / / )<br><br>( / / )   | N / A<br><br>N / A  |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy)<br><br>EGM approval date: (dd/mm/yyyy) | ( / / )<br><br>( / / )   | N / A<br><br>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 pursuant thereto as at close of the month |
|---------------|----------------------|---------------------------------|---|--|---|
| 5.            | Scrip dividend       | 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  | 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  | 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  | 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  | 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 pursuant thereto as at close of the month |
|----------------------------|--|--|---|
| 9. Capital reorganisation  | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                                    | N/A  | N/A   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(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) | -   |
|   | (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):

N / A

Submitted by: Mr Joseph Siu Kwan Cheng

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.*