

For the month ended (dd/mm/yyyy):

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited						
·	China Botanic Development Holdings Limited 3 June 2009					
I. Movements in Authorised Share Capi	ital					
1. Ordinary Shares						
(1) Stock code : 02349 Descri	ption:	CH Botan	nic Dev			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)			
Balance at close of preceding month	4,000,000,000	0.01	40,000,000.00			
Increase/(decrease)	Nil	-	Nil			
Balance at close of the month	4,000,000,000	0.01	40,000,000.00			
(2) Stock code : N/A Descri	ption :	N/A	Λ			
	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						

31/05/2009

Stock code :	N/A	Descripti	on:	N/A	<u> </u>
		1	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding	month _			
Increase/(decrease)				-	
Balance at close of the	he month	_			
2 Other Classes of S	11				
3. Other Classes of S	Shares				
Stock code :	N/A	Descripti	on :	N/A	<u> </u>
			No. of other classes of shares	N/A Par value (State currency)	
	N/A		No. of other	Par value (State	Authorised share capital
Stock code :	N/A		No. of other	Par value (State	Authorised share capital

II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,037,906,250	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	1,037,906,250	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	Share option	benefites of the	Issuel)		No. of new shares of issuer issued during	issuer which may be		
including EGM approval date				the month pursuant thereto	as at close of the month			
(dd/mm/yyyy) and -		Movement duri	ng the month		uicicio	as at close of the month		
class of shares								
issuable	Granted	Exercised	Cancelled	Lapsed				
1. Exercise Price: HK\$0.88	Grantea	Exercised	Cuncented	Lapsea				
AGM approval date : 13/06/2007								
Ordinary shares	Nil	Nil	Nil	Nil	Nil	17,250,000		
(Note 1)	1411			1111	TVII	17,250,000		
2. Exercise Price: HK\$0.8067								
AGM approval date : 13/06/2007								
Ordinary shares	Nil	Nil	Nil	Nil	Nil	8,475,000		
(Note 1)								
3. Exercise Price: HK\$0.7467								
AGM approval date : 13/06/2007								
Ordinary shares	Nil	Nil	Nil	Nil	Nil	3,000,000		
(Note 1)								
4. Exercise Price: HK\$0.3533								
AGM approval date : 13/06/2007								
Ordinary shares	Nil	Nil	Nil	Nil	Nil	8,100,000		
(Note 1)								
		To	otal A. (Ordin	ary shares)	Nil			
				nce shares)	N/A			
			· ·	Other class)	N/A			
Total funds raised du		from exercise of	`	,				
options (State currence	cy)			<u>Nil</u>				

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Nominal value at Exercised Nominal value thereto close of the close of Description of warrants nominal during the at close of the month (Date of expiry - dd/mm/yyyy) value preceding month month month N/A N/A N/A N/A _ _ N/A N/A 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) 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) N/A (Preference shares) N/A N/A (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. HK\$180,050,000 3%						
Convertible Bonds due						
2017						
	HK\$	180,050,000	Nil	180,050,000	Nil	1,200,333,333
Stock code (if listed)	N/A	· · · · · ·				
Class of shares						
issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$0.15					
EGM approval date						
(if applicable) (dd/mm/yyyy))	12/10/2007					
	12/10/2007					
2. HK\$122,000,000 3% Convertible Notes due						
2010		122 000 000	NT:1	122 000 000	NT:1	106 642 256
Stock code (if listed)	HK\$ N/A	122,000,000	Nil	122,000,000	Nil	106,643,356
Class of shares	17/11					
issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$1.144					
EGM approval date						
(if applicable)	AGM approval date	e:				
(dd/mm/yyyy)	13/06/2007					
3.	<u> </u>					
	<u> </u>					
	<u></u>					
C(-11-CCT-4-1)						
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)	<u></u>				
4.						
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
	,		Total C. (Ordin	nary shares)	Nil	
				ence shares)	N/A	•
			(Other class)	N/A	_
			`	-		•

For Main Board and GEM listed issuers

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. N/A	+	
1. 1V/A		
	+	
shares (Note 1)		
2. N/A		
shares (Note 1)		
3. N/A		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	_
(Preference shares)	N/A	-
(Other class)	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
	71			Class of shares issuable				
			G	(Note 1)	(/ /	`		
1.	Rights issue	At price:	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	HK\$	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				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
				Class of shares issuable (Note 1)		_		
5.	Scrip dividend	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares redeemed (Note 1)		_		
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				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 whic may be issued pursuant thereto as a close of the month
				Class of shares issuab (Note 1)	ole			
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	27/4	27/4
							N/A	N/A
10	Other:			Class of shares issuab (Note 1)	ble			
10.	Other (Please specify)	At price:	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Total E.	(Ordinary s (Preference s (Other	shares	s) N/A	- - -
To	otal increase / (d	lecrease) in c	ordinary shares duri	ing the month (i.e. Total of A	A to E):		(1) N/	
 Tr	- t-1 imamaga / ((1 in r		in the month (i.e. Total o	C A +> E).		(2) N/	
		_		uring the month (i.e. Total of res during the month (i.e. To		Ν.	N/	/A

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):
N/A
Submitted by: Tricor Tengis Limited
Title: Branch Share Registrar
(Director, Secretary or other duly authorised officer)

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.