

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/10/2014

10 : Hong Kong Exchanges and Clearing Limited					
Name of Issuer C	hina Dynamics ((Holdings)	Limited		
Date Submitted 03	3/11/2014		_		
I. Movements in Authorised Share	e Capital				
1. Ordinary Shares					
(1) Stock code : <u>476</u> I	Description:	CH DYN	AMICS		
		ordinary ares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding mor	nth 50,000	,000,000	HK\$0.01	HK\$500,000,000.00	
Increase/(decrease)	1	Nil		Nil	
Balance at close of the month	50,000	,000,000	HK\$0.01	HK\$500,000,000.00	
(2) Stock code : N/A I	Description:	_	N/.	A	
		ordinary ares	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

2. I leference shares					
Stock code :	N/A	Descrip	otion:	N/A	
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pred	ceding r	nonth			
Increase/(decrease)					
Balance at close of the	month				
3. Other Classes of Sha	res				
Stock code :	N/A	Descrip	otion:	N/A	•
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pred	ceding r	nonth			
Increase/(decrease)					
Balance at close of the	month				
Total authorised share c currency:	capital a	at the end	of the month (State	HK\$500	0,000,000.00

II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other classes
	(1) (2)		shares	of shares
Balance at close of preceding month	3,396,746,800	N/A	N/A	N/A
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A
Balance at close of the month	3,396,746,800	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	опис орион	Movement duri			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
(dd/mm/yyyy) and class of shares			8		_	
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise Price: HK\$0.86	Nil	Nil	Nil	Ñil	Nil	33,000,000
(05/01/2004) Ordinary shares						
(Note 1) 2. Exercise Price: HK\$2.95	Nil	Nil	Nil	Nil	Nil	5,000,000
(05/01/2004) Ordinary shares (Note 1)						
3. Exercise Price: HK\$0.46	Nil	Nil	Nil	Nil	Nil	64,400,000
(05/01/2004) Ordinary shares (Note 1)						
4. Exercise Price: HK\$1.15	Nil	Nil	Nil	Nil	Nil	Nil
(30/08/2013) Ordinary shares						
(Note 1)		То	*	nce shares)	N/A	
Total funds raised duroptions (State currence		n from exercise o		Other class)	N/A	

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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. N/A					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy) 2. N/A					
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /)				
(/ /)					
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefer	(Other class) $\frac{N/A}{N/A}$	1	- - -

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer which issuer may be issued issued during the pursuant Currency of Amount at close Converted month thereto as at Amount at close of close of the amount of preceding during the pursuant Class and description outstanding month month the month thereto month 1. Convertible Notes HK\$ HK\$2,355,000,000.00 NIL HK\$2.355.000.000.00 NIL 3,140,000,000 (Maturity Date - 27/02/2024) Stock code (if listed) N/A Class of shares issuable (Note 1) **Ordinary Shares** Subscription price HK\$0.75 SGM approval date (if applicable) (dd/mm/yyyy)) (30/10/2013) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 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) (/ /) Total C. (Ordinary shares) NIL (Preference shares) $\overline{N/A}$ (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),	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
if applicable, and class of shares issuable:		
1. On 12 March 2014, the Subscriber and the Vendors entered into (i)		
the Call Option Deed, pursuant to which the Vendors have		
conditionally agreed to grant the Call Option to the Subscriber to		
purchase the Sale Shares at the consideration of HK\$253,650,000,		
which shall be satisfied by way of the allotment and issue by the		
Company of the 267,000,000 Consideration Shares at the Issue Price		
of HK\$0.95 each; and (ii) the Put Option Deed, pursuant to which		
the Subscriber has conditionally agreed to grant the Put Option to the		
Vendors to sell the Sale Shares at the consideration equal to 49% of	<u> </u>	
Target Value but not more than HK\$253,650,000, which shall be		
satisfied by way of allotment and issue by the Company of not		
more than 267,000,000 Consideration Shares at the Issue Price of		
HK\$0.95 each. For details, please refer to the Company's	-	
announcement dated 12 March 2014 and the Company's circular	_	
dated 11 April 2014.	_	
(COM . 05/05/2014)	_	(;) 267,000,000
(SGM: 05/05/2014) Ordinary shares (<i>Note 1</i>)	Nil	(i) 267,000,000 (ii) 267,000,000
Ordinary shares (Note 1)	INII	(11) 207,000,000
2. On 11 July 2014 and 23 October 2014, the Company, Mate Rimac		
and the Target Company entered into the Investment Agreement and	+	
the Supplemental Agreement respectively, pursuant to which	_	
the Company has conditionally agreed to invest in 10% equity	_	
interest of the Target Company, at an aggregate consideration		
of approximately HK\$72,700,000, which shall be satisfied	+	
by way of (i) cash in the sum of EUR 5,000,000 and	1	
(ii) HK\$20,000,000 by the issue of 20,000,000 Consideration	+	
Shares at the issue price of HK\$1.00 each. For details, please refer to	-	
the Company's announcements dated 11 July 2014 and 23 October	-	
2014.	+	
2014.		
(SGM: 05/05/2014)		
Ordinary shares (<i>Note 1</i>)	Nil	20,000,000
Ordinary shares (Note 1)	1411	20,000,000
3.		
	1	
shares (Note 1)	1	
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	-
(Other class)	N/A	-
, ,		-

Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issued issuer which during the may be month issued pursuant pursuant thereto as at thereto close of the month Type of Issue Class of shares issuable (*Note 1*) (/ /) At price : State currency Issue and allotment date: 1. Rights issue (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (Note 1) At price : State Issue and allotment date: 2. Open offer currency (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares issuable (*Note 1*) At price: State Issue and allotment date: 3. Placing currency (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy) N/AN/A Class of shares issuable (*Note 1*) Issue and allotment date: 4. Bonus issue (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AN/A

For Main Board and GEM listed issuers

	Type of Issue					shares of issuer issued during the month pursuant thereto	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
						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)	(/ /)		
						<u>N/A</u>	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				
8.	Consideration	At price : State	(Note 1)	(/ /)		
	issue	currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			SGM approval date: (dd/mm/yyyy)			N/A	N/A
						11/11	11/11

		Fo	r Main Bo	ard ar	nd GEM listed is	ssuers
	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)				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares issuable				
		(Note 1)				
10.	Other (Please specify) At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		SGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Ordinary sheference sh (Other o	ares)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL
	(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
(These figures should be the same as the relevant figures under II above ("Movements in Iss.	ued Sh	are Capital").)

Remarks (if any):
N/A
Submitted by: Tricor Tengis Limited
· · · · · · · · · · · · · · · · · · ·
Title: Hong Kong 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.