

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/12/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Dynamics (Holdings) Limited
Date Submitted	05/01/2016

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>476</u> Descrip	otion : <u>CH DYN</u>	AMICS	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	50,000,000,000	HK\$0.01	HK\$500,000,000.00
Increase/(decrease)	Nil		Nil
Balance at close of the month	50,000,000,000	HK\$0.01	HK\$500,000,000.00
(2) Stock code : <u>N/A</u> Descrip	otion :	A	
	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 :	Stock code : <u>N/A</u> Description			N/A	J/A	
			preference hares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of p	receding 1	nonth				
Increase/(decrease)						
Balance at close of th	ne month					

3. Other Classes of Shares

Stock code :	N/A Description :			N/A	A
			o. of other ses of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth			
Increase/(decrease)					
Balance at close of	the month				

Total authorised share capital at the end of the month (*State currency* : HK\$500,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	3,706,046,800	N/A	N/A	N/A		
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A		
Balance at close of the month	3,706,046,800	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Particulars of share option scheme including EGM	<u> </u>				No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise Price:	Nil	Nil	Nil	Nil	Nil	33,000,000
HK\$0.86						
(05/01/2004)						
Ordinary shares						
(Note 1)						
2. Exercise Price:	Nil	Nil	Nil	Nil	Nil	5,000,000
HK\$2.95						
(05/01/2004)						
Ordinary shares						
(Note 1)						
3. Exercise Price:	Nil	Nil	Nil	12,000,000	Nil	52,400,000
HK\$0.46						
(05/01/2004)						
Ordinary shares						
(Note 1)						
4. Exercise Price:	Nil	Nil	Nil	Nil	Nil	Nil
HK\$1.15						
(30/08/2013)						
Ordinary shares						
(Note 1)						
		To	otal A. (Ordi	•		
				ence shares)		
				Other class)	N/A	
Fotal funds raised dur		from exercise of				
options (State currenc	:y)		Nil			

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
<u>1. N/A</u>					
(/ /) Stock code (if listed) Class of shares					
issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>2. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) <u>4. N/A</u>	(/ /)				
	<u> </u>				
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

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 issued may be issued during the pursuant Currency of Amount at close Converted month thereto as at amount of preceding during the Amount at close of pursuant close of the Class and description outstanding month month the month thereto month 1. Convertible Notes HK\$ HK\$2.130.000.000.00 NIL HK\$2.130.000.000.00 NIL 2.840.000.000 (Maturity Date - 27/02/2024) Stock code (if listed) N/A Class of shares Ordinary Shares issuable (Note 1) Subscription price HK\$0.75 SGM approval date (if applicable) (dd/mm/yyyy)) (30/10/2013)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) Total C. (Ordinary shares) NIL (Preference shares) $\overline{N/A}$ (Other class) N/A

For Main Board and GEM listed issuers

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)

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 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\$80.95 each. For details, please refer to the Company's announcement dated 12 March 2014 and the Company's circular dated 11 April 2014. (i) 267,000,000 (ii) 267,000,000 Ordinary shares (Note 1) shares (Note 1) 3. (i) (1 / /) shares (Note 1)	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
Ordinary shares (Note 1) Nil (ii) 267,000,000 2.	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 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.		
(/ /) shares (Note 1) 3. (/ /) shares (Note 1)		Nil	
(/ /) shares (Note 1)			
	3		
	(/ /) shares (Note 1)		
Total D. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A	Total D. (Ordinary shares) (Preference shares)		

	Type of Issue	in Issued Share Capital				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				
1.	Rights issue	At price : State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			SGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (<i>Note 1</i>)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>

	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				
5.	Scrip dividend	At price : State currency ——	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			AGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
8.	Consideration <i>issue</i>	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			SGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

		Fo	or Main Bo	ard ai	nd GEM listed is	suers
	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 (<i>Note 1</i>)				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
					10/11	
		Class of shares issuable (<i>Note 1</i>)				
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 sha ference sha (Other c	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 Issued Share Capital").)					

Remarks	(if	any)):
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N/A	

Submitted by: <u>Tricor Tengis Limited</u>
Submitted by
Title: Hong Kong Branch Share Registrar
(Director, Secretary or other duly authorised officer)

Notes :

- State the class of shares (e.g. ordinary, preference or other). 1.
- 2. If there is insufficient space, please append the prescribed continuation sheet.