

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>30/11/2016</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Dynamics (Holdings) Limited
Date Submitted	05/12/2016

I. Movements in Authorised Share Capital

1.	Ordinary	Shares
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(1) Stock code : <u>476</u> Descrip	tion : <u>CH DYN</u>	IAMICS		
	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	
		N/A		
(2) Stock code : <u>N/A</u> Descrip	tion :	N/	A	
(2) Stock code : <u>N/A</u> Descrip	ntion : No. of ordinary shares	N/ Par value (State currency)	A Authorised share capital (State currency)	
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary	Par value (State	Authorised share capital	
	No. of ordinary	Par value (State	Authorised share capital	

2. Preference 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	preceding r	nonth			
Increase/(decrease)				-	
Balance at close of	the month				

3. Other Classes of Shares

Stock code :	N/A	Descript	ion :	N/A	<u> </u>
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding 1	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 ordin	ary 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	<u>N/A</u>
Increase/ (decrease) during the month	NIL	N/A	N/A	<u>N/A</u>
Balance at close of the month	3,706,046,800	N/A	N/A	<u>N/A</u>

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM issued pursuant thereto the month pursuant as at close of the month approval date thereto Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Exercise Price: Nil 32,500,000 Nil Nil Nil Nil 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) Nil 3. Exercise Price: Nil Nil Nil Nil 40,400,000 HK\$0.46 (05/01/2004)Ordinary shares (Note 1) 4. Exercise Price: Nil Nil Nil Nil Nil 18,200,000 HK\$1.15 (30/08/2013) Ordinary shares (*Note* 1) Nil Nil Nil Nil 5. Exercise Price: 3,700,000 73,260,000 HK\$0.30 (30/08/2013) Ordinary shares (Note 1) Total A. (Ordinary shares) Nil (Preference shares) $\overline{N/A}$ (Other class) N/A Total funds raised during the month from exercise of options (State currency) Nil

III. Details of Movements in Issued Share Capital

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) 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	(/ /)				
5. IV/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	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>	L	

Convertibles (i.e. Convertible	le into Shares o	of the Issuer which a	are to be Listed	1)		
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. 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 issuable (<i>Note 1</i>) Subscription price SGM approval date	Ordinary Sl HK\$0.7					
(if applicable) (dd/mm/yyyy)) 2. N/A	(30/10/20	13)				
	-					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) <u>3. 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>4. 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))				
				inary shares) <u>NIL</u>		
				rence shares) N/A		
			((Other class) N/A		

No. of new shares of issuer issued during the month pursuant theretoNo. of new shares issuer which may issued pursuant the as at close of the m1.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 beNo. of new shares issuer used during the month 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 beNo. of new shares issued pursuant to which shall be	be reto
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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.	
(SGM: 05/05/2014) (i) 267,000,000	
Ordinary shares (Note 1) NIL (ii) 267,000,000	
2. On 20 Neurophan 2016, the Component and the Dissing Acoust enternal	
2. On 30 November 2016, the Company and the Placing Agent entered	
into the Placing Agreement pursuant to which the Company has conditionally agreed to issue and has appointed the Placing Agent to	
procure the Placees for, during the Placing Period, on a best effort	
basis, a maximum of 740,000,000 Placing Shares at a price of	
HK\$0.245 per Placing Share. For details, please refer to the	
Company's announcement dated 30 November 2016.	
Company's announcement dated 50 November 2010.	
(AGM : 22/08/2016)	
Ordinary shares (Note 1) NIL 740,000,000	
3.	
shares (Note 1)	
Total D. (Ordinary shares) NIL	
(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)

		n 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
	Type of Issue		Class of shares issuable			
			(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 (<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)	(//)		
			AGM 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)	(//)	N/A	N/A
					<u>IN/A</u>	<u>1N/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
			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)	(/ /)	NT/ A	NT/A
						<u>N/A</u>	<u>N/A</u>
			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 issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			SGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						11/21	<u> </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
		Class of shares issuable (<i>Note 1</i>)				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
					<u>N/A</u>	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 s ference s (Other	hares)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL	
Total merease / (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):	
N/A	
	-

Submitted by: <u>Tricor Tengis Limited</u>

 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.