



香港交易所

Monthly Return of Equity Issuer on Movements in Securities
For the month ended (dd/mm/yyyy) : 31/10/2014

To : Hong Kong Exchanges and Clearing Limited

 Name of Issuer Anxian Yuan China Holdings Limited

 Date Submitted 04/11/2014
I. Movements in Authorised Share Capital
1. Ordinary Shares

 (1) Stock code : 922 Description : ANXIANYUAN CH

| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
|-------------------------------------|---------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$0.10</u> | <u>HK\$1,000,000,000</u> |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$0.10</u> | <u>HK\$1,000,000,000</u> |

(2) Stock code : _____ Description : _____

| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
|-------------------------------------|---------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

2. Preference Shares

| | | | |
|-------------------------------------|--------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code : _____ | Description : _____ | | |
| | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

3. Other Classes of Shares

| | | | |
|-------------------------------------|--------------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code : _____ | Description : _____ | | |
| | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

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

HK\$1,000,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | 4,760,622,600 | | | |
| Increase/ (decrease) during the month | - | | | |
| Balance at close of the month | 4,760,622,600 | | | |

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 | | |
| 1.Share option Scheme. Exercise price: HK\$0.604 (18/7/2008) Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | 18,000,000 |
| 2.Share option Scheme Exercise price: HK\$0.435 (18/7/2008) Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | 23,500,000 |
| 3.Share option Scheme Exercise price: HK\$0.415 (18/7/2008) Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | 46,200,000 |
| 4.Share option Scheme Exercise price: HK\$0.101 (18/7/2008) Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | 206,062,260 |
| | | | Total A. (Ordinary shares) | | Nil | |
| | | | (Preference shares) | | Nil | |
| | | | (Other class) | | Nil | |
| Total funds raised during the month from exercise of options (State currency) | | Nil | | | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of 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 (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 2. | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 3. | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| | | | | Total B. | (Ordinary shares) N/A | |
| | | | | | (Preference shares) N/A | |
| | | | | | (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. <u>Convertible notes due on 7 January 2018 with rights of extension for 5 years</u> | HK\$ | 198,000,000 | - | 198,000,000 | - | 1,980,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Share | | | | | |
| Subscription price | HK\$ 0.10 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | 28/12/2012 | | | | | |
| 2. | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 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. (Ordinary shares) | Nil | |
| | | | | (Preference shares) | Nil | |
| | | | | (Other class) | Nil | |

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 _____ _____ _____ _____ (/ /) shares (Note 1) | | |
| 2. _____ _____ _____ _____ (/ /) shares (Note 1) | | |
| 3. _____ _____ _____ _____ (/ /) shares (Note 1) | | |
| _____ Total D. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____ | N/A _____ N/A _____ N/A _____ | |

Other Movements in Issued Share Capital

| Other Movements 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 |
|-----------------------------------------|--------------|---------------------------------|--------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| Type of Issue | | | | | |
| 1. | Rights issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |
| 2. | Open offer | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |
| 3. | Placing | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |
| 4. | Bonus issue | | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |

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) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ N/A | _____ N/A |
| 6. | Repurchase of shares | | Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) (/ /) | _____ N/A | _____ N/A |
| 7. | Redemption of shares | | Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ N/A | _____ N/A |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) 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 |
|----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 9. Capital reorganisation | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 10. Other (Please specify) | At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (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) Nil |
| | (2) Nil |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | Nil |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | Nil |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | |

Remarks (if any):

Submitted by: Law Fei Shing

Title: Director
(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.*