

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy | <i>3</i> 1/10/2009 | | | | |
|-------------------------------------|-----------------------------|----------------------------------|---|--|--|
| To: Hong Kong Exchanges and Clea | aring Limited | | | | |
| Name of Issuer | Interchina Holdings Co. Ltd | | | | |
| Date Submitted | 04 /11 / 2009 | | | | |
| I. Movements in Authorised Share C | apital | | | | |
| 1. Ordinary Shares | | | | | |
| (1) Stock code : <u>202</u> Des | cription : | | | | |
| | No. of ordinary shares | Par value (HKD) | Authorised share capital (HKD) | | |
| Balance at close of preceding month | 40,000,000,000 | 0.10 | 4,000,000,000 | | |
| Increase/(decrease) | Nil | | Nil | | |
| Balance at close of the month | 40,000,000,000 | 0.10 | 4,000,000,000 | | |
| (2) Stock code : <u>N/A</u> Des | cription: | | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | |
| Balance at close of preceding month | N/A | N/A | N/A | | |
| Increase/(decrease) | N/A | | N/A | | |
| Balance at close of the month | N/A | N/A | N/A | | |

| Stock code: N/A Descr | iption: | | | |
|---|--|----------------------------------|---|--|
| | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) | |
| Balance at close of preceding month | N/A | N/A | N/A | |
| Increase/(decrease) | N/A | | N/A | |
| Balance at close of the month | N/A | N/A | N/A | |
| 2 Other Classes of Shares | | | | |
| | iption : | | | |
| | iption : No. of other classes of shares | Par value (State currency) | capital | |
| Stock code: N/A Descr | No. of other | | capital | |
| 3. Other Classes of Shares Stock code: N/A Descr Balance at close of preceding month Increase/(decrease) | No. of other classes of shares | (State currency) | (State currency) | |

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 | 22,192,193,632 | 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 | 22,192,193,632 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Share Options (unde | er Share Option | Schemes of the | Issuer) | | X 0 1 2 | N. C. 1. 2 |
|-----------------------|-----------------|--------------------|---------------|--------------|----------------------|--------------------------|
| Particulars of share | | | | | No. of new shares of | No. of new shares of |
| option scheme | | | | | issuer issued during | issuer which may be |
| including EGM | | | | | the month pursuant | issued pursuant thereto |
| approval date | | Movement duri | ing the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and | | | | | = | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Granted on | | | | | | |
| 28/08/2007 | | | | | | |
| Exercised price | | | | | | |
| : \$0.146 | | | | | | |
| (Approved by | | | | | | |
| AGM on | | | | | | |
| 02/09/2002) | | | | | | |
| Ordinary | | | | | | |
| shares | Nil | Nil | Nil | Nil | Nil | 78,000,000 |
| Silares | | | | | | - |
| 2 (1 | | | | | | |
| 2. Granted on | | | | | | |
| 30/07/2009 | | | | | | |
| Exercised price | | | | | | |
| \$0.103 | | | | | | |
| (Approved by | | | | | | |
| EGM on | | | | | | |
| 17/05/2008) | | | | | | |
| Ordinary | NT'1 | NT'1 | NT'1 | NT'1 | N7'1 | 0.62.000.000 |
| shares | Nil | Nil | Nil | Nil | Nil | 862,000,000 |
| | | | | | | |
| 3.N/A | | | | | | |
| 3.1V/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (//) | | | | | | |
| shares | | | | | | |
| (<i>Note 1</i>) | | | | | | |
| , | | Tota | al A. (Ordin | nary shares) | N/A | |
| | | | • | ence shares) | | |
| | | | , | Other class) | | |
| TD - 1 C 1 | | | • | Juici Class) | 11/11 | |
| Total funds raised d | | n from exercise of | | | | |
| options (State currer | ncy) | | N/A | | | |
| | | | | | | |

| Warrants to Issue Shares of the Is | suer which are to | be Listed | | | | |
|---|-------------------|---|----------------------------|---|--|--|
| Description of warrants (Date of expiry - dd/mm/yyyy) | nominal | Nominal value at close of oreceding 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 | <u>-</u> | | | | | |
| | - | | | | | |
| | | | | · | N/A | · |
| / / | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| 2. | , | , | | | | |
| | | | | | | |
| (/ | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ / | , | | | | |
| 3. | (/ / |) | | | | |
| 3. | - | | | | | |
| (/ | | | | · - | | - |
| /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | _ | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| 4. | - | | | | | |
| | | | | | | · |
|) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| | | Tai-1 D | (Om.1) | nomi chonos) 37/4 | | |
| | | Total B. | | nary shares) <u>N/A</u> ence shares) N/A | | - |
| | | | | Other class) N/A | | - |
| | | | (| Cilici Ciass) 11/1 | <u> </u> | = |

| Class and description | <u>o mico</u> | | Amount at close of preceding 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 Due 2 | 2011 | HKD | 35,000,000 | Nil | 35,000,000 | Nil | 350,000,000 |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. | 202 Ordin HK\$ | nary shares 0.10 | | | | N/A | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | | 1 / | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | / / | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (| / / | | (Prefer | inary shares) N/A rence shares) N/A (Other class) N/A | 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 |
|---|--|---|
| Grant of the convertible note option to subscribe for the convertible notes at the initial conversion price HK\$0.10 per conversion share. The conversion shares will be issued under the general mandate granted to the directors by a resolution of shareholders passed at the AGM on 06/09/2008. | | |
| (/ /) Ordinary shares (Note 1) | N/A | 2,500,000,000 |
| 2 | | |
| (/ /) shares (Note 1) | | |
| 3. | | |
| (/ /) shares (Note 1) | | |
| Total D. (Ordinary shares) (Preference shares) | N/A 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 thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) At price : $\frac{\text{State}}{\text{currency}} = \frac{N/A}{}$ Issue and allotment 1. Rights issue date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares issuable _ (*Note 1*) At price : State currency Issue and allotment Open offer date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/AN/A Class of shares issuable (*Note 1*) At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{N}}$ Issue and allotment 3. Placing date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares issuable ____ (*Note 1*) N/A Issue and allotment Bonus issue date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A N/A

For Main Board and GEM listed issuers

No. of new No. of new

| | 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 N/A | 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 N/A | Issue and allotment date : (dd/mm/yyyy) | / (| /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | / (| /) | N/A | N/A |
| | | | | | | | |

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which may be during the issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable -(*Note 1*) 9. Capital Issue and allotment reorganisation date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (*Note 1*) 10. Other At price : State currency Issue and allotment (Please specify) date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A N/ATotal E. (Ordinary shares) N/A (Preference shares) $\overline{N/A}$

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | N/A |
|---|--------|-----------------|
| | (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 Issa | ued Sh | are Capital").) |

(Other class) N/A

| For | Ma | in R | oard | and | GFM | listed | issuer |
|-----|----|------|------|-----|-----|--------|--------|
| | | | | | | | |

| Remarks (if any): |
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| |
| Submitted by: LAM CHEUNG SHING, RICHARD |
| Title: Chief Executive Officer & Executive 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.