

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Interchina Holdings Company Limited
Date Submitted	04 /01 / 2010

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>202</u> Descrip	otion :		
	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> Descrip	ption :		
	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	<u>N/A</u>	N/A

# 2. Preference Shares

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

#### 3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	otion :		
	No. of other classes of 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

Total authorised share capital at the end of the month (*HKD*) : 4,000,000,000

# II. Movements in Issued Share Capital

	No. of ordir	nary 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_	<u>N/A</u>
Increase/ (decrease) during the month	1,050,000,000	N/A	N/A	N/A
Balance at close of the month	23,242,193,632	N/A	<u>N/A</u>	N/A

### III. Details of Movements in Issued Share Capital

Sha	re	$O_1$	otions	5 (	under Share	Option	Schemes	of th	e Issuer)	)
_					-					

Particulars of share option scheme including EGM approval date		Movement during			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						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Granted on28/08/2007Exercised price: \$0.146(Approved byAGM on						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	78,000,000
2. Granted on 30/07/2009 Exercised price \$0.103 (Approved by EGM on 17/05/2008) Ordinary shares	Nil	Nil	Nil	Nil	Nil	852,000,000
<u>3.N/A</u> <u>(// )</u> <u>shares</u>						
(Note 1)		Total A	(Preferen	ary shares) ace shares) ther class)	N/A N/A N/A	
Total funds raised dur options (State currenc		from exercise of		N/A		

No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Nominal value at Exercised Nominal value thereto close of the Description of warrants nominal close of during the at close of the month (Date of expiry - dd/mm/yyyy) value preceding month month month 1. N/A 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. ( ) 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) ) (Ordinary shares) Total B. N/A (Preference shares) N/A (Other class) N/A

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

For Main Board and GEM listed issuers

	1	C1	· · · C (1 · · ]	r	1.1.1.	1 . <b>T</b> . ( . 1)	For Main Boa	ard and GEM liste	ed issuers
Convertibles (i.e. Convertib Class and description		Cur		Amo	ount at close preceding month	Converted during the month	close of th month	ie	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Convertible Notes Due	2011	ΗK	D		35,000,000	35,000,00	0	0 350,000,000	Nil
Stock code (if listed) Class of shares	202								
issuable (Note 1)	Ordi	nary s	shares						
Subscription price	HK\$	0.10							
EGM approval date (if applicable) (dd/mm/yyyy))	(	/	/	)					
2. Convertible Notes Due	2010	HK	D	-	0	70,000,00	0 20,000,0	00 700,000,000	200,000,000
Stock and (if listed)	202								
Stock code (if listed) Class of shares	202								
issuable (Note 1)			shares						
Subscription price	HK\$	0.10							
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.									
	<u> </u>								
Stock code (if listed)									
Class of shares									
issuable ( <i>Note 1</i> ) Subscription price									
EGM approval date									
(if applicable)	,	,	,						
(dd/mm/yyyy)	(	/	/	)	г	Total C. (Ord	linary charge)	1,050,000,000	
					1		erence shares)		-
						•	(Other class)		_
							_		

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
1. 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	1,600,000,000
2	-	
	-	
shares (Note 1)		
3		
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares) (Other class)	N/A N/A	
(Other class)	1N/ <i>F</i> A	

	Type of Issue	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 ( <i>Note 1</i> )				
1.	Rights issue	At price : $\frac{\text{State}}{\text{currency}}$		(	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	N/A	N/A
			Class of shares issuable ( <i>Note 1</i> )				
2.	Open offer	At price : $\frac{\text{State}}{\text{currency}}$	A 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 $\frac{N/2}{currency}$	A Issue and allotment date : (dd/mm/yyyy)	(	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	N/A	N/A
			Class of shares issuable (Note 1)				
4.	Bonus issue	N/2	A Issue and allotment date : (dd/mm/yyyy)	(	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	N/A	N/A

	Type of Issue		F	For Ma	in Bo	ard and GEM lis No. of new shares of issuer issued during the month pursuant thereto	ted issuers 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 : $\frac{\text{State}}{\text{currency}}$ <u>N/A</u>	Issue and allotment date : (dd/mm/yyyy)	/ (	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	<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)	(	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	<u>N/A</u>	<u>N/A</u>
			Class of shares redeemed ( <i>Note 1</i> )				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	/ (	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	<u>N/A</u>	N/A
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{N/A}}$	Issue and allotment date : (dd/mm/yyyy)	/ (	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	<u>N/A</u>	<u>N/A</u>

			F	For Ma	in Boar	d and GEM lis	ted issuers
						No. of new	No. of new
						shares of	shares of
						issuer issued	
						during the	may be
						month	issued
						pursuant	pursuant
						thereto	thereto as at close of the
							month
	Type of Issue						monui
			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 : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{Currency}}$	Issue and allotment date : (dd/mm/yyyy)	(	/ )		
			EGM approval date: (dd/mm/yyyy)	(	/ )	N/A	N/A
-			Total E.	(	Ordina	rs 7	
			Iotal E.	(		s) N/A	
			(Pre	eferenc	ce share		
			(11)		her clas		
				( ) (			

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	1,050,000,000
	(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):

Submitted by: LAU CHI LOK

Title: <u>Secretary</u> (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.