

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>31/05/2011</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Interchina Holdings Company Limited
Date Submitted	01 /06 / 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>202</u> Descri	ption :		
	No. of ordinary shares	Par value (<i>HKD</i>)	Authorised share capital (HKD)
Balance at close of preceding month	10,000,000,000	0.10	1,000,000,000
Increase/(decrease)	Nil	0	Nil
Balance at close of the month	10,000,000,000	0.10	1,000,000,000
(2) Stock code : <u>N/A</u> Descri	ption :		
	No. of ordinary 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	N/A	N/A

2. Preference Shares

Stock code : <u>N/A</u> Descr	ription :		
	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	<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*) : **1,000,000,000**

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	3,560,919,363	N/A	N/A	N/A	
Increase/ (decrease) during the month	500,000	N/A	N/A	N/A	
Balance at close of the month	3,561,419,363	N/A	<u>N/A</u>	<u>N/A</u>	

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		Movement duri	ng the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares o issuer which may be issued pursuant there as at close of the mor	
(dd/mm/yyyy) and -			8			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Granted on 28/08/2007 Exercised price : \$1.46 (Approved by AGM on 02/09/2002) Ordinary	Nil	Nil	Nil	Nil	Nil	5,300,000
shares	1,11			1,11		
2. Granted on 30/07/2009 Exercised price \$1.03 (Approved by EGM on 17/05/2008) Ordinary shares	Nil	Nil	Nil	Nil	Nil	54,000,000
3.Granted on 05/07/2010 Exercised price \$0.86 (Approved by EGM on 17/05/2008) Ordinary shares	Nil	Nil	Nil	Nil	Nil	20,000,000

					For Main Board and C	GEM listed issuers
Particulars of share option scheme including EGM approval date		Movement durin	g 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
(dd/mm/yyyy) and -			0		-	
class of shares	C 1	F · 1	G 11 1	T 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1 Granted on						
4. Granted on						
26/7/2010						
Exercised						
price \$0.83						
(Approved by						
EGM on						
17/05/2008)						
Ordinary	Nil	Nil	Nil	Nil	Nil	24,000,000
Shares						
5. Granted on						
25/8/2010						
Exercised						
price \$0.89						
(Approved by						
AGM on						
30/07/2010)						
Ordinary	Nil	500,000	Nil	Nil	500,000	80,000,000
Shares					,	
		T 1		•	5 00.000	
		Total	· ·	ary shares)	500,000	
				ice shares)	N/A	
				ther class)	N/A	
Total funds raised du		from exercise of				
options (State current	cy)		Н	K\$445,000		

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which during the may be issued 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

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible in	For Main Board and GEM listed issuers les (i.e. Convertible into Shares of the Issuer which are to be Listed)					d issuers
Class and description		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
<u>1.</u>						
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))				
Stock code (if listed)	/ /)				
<u></u>	_					
Stock code (if listed)Class of sharesissuable (Note 1)Subscription priceEGM approval date(if applicable)(dd/mm/yyyy)	/ /		otal C. (Ordin	nary shares)	N/A	
		1	(Prefere	ence shares) Other class)	N/A N/A N/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
1		
(// /)		
Ordinary shares (Note 1)		
2		
(/ /) shares (Note 1)		
3		
(/ /) 		
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A	

		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			montin
				(Note 1)			
1.	Rights issue	At price : State currency	N/A	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)			
2.	Open offer	At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/)	N/A	<u>N/A</u>
				Class of shares issuable (Note 1)	<u>Ordinary</u> <u>Shares</u>		
3.	Placing	At price : State	<u>N/A</u>	Issue and allotment date : (dd/mm/yyyy)	(/		
	C	At price . currency		AGM approval date: (dd/mm/yyyy)	,		
					(/ /)	<u>N/A</u>	<u>N/A</u>
				Class of shares issuable (Note 1)			
4.	Bonus issue		N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	N/A

	Type of Issue	F	For Ma	in Boa	rd and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
		Class of shares issuable (<i>Note 1</i>)				
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>	<u>N/A</u>
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : $\frac{\text{State}}{\text{currency}}$ $\frac{\text{N/A}}{$	Issue and allotment date : (dd/mm/yyyy)	(/)		
		EGM approval date: (dd/mm/yyyy)	(/)	N/A	<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
	Τ						month
	Type of Issue						montin
			Class of shares issuable (<i>Note 1</i>)				
				(,		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	/)		
			EGM approval date: (dd/mm/yyyy)	(/		
			(dd/mm/yyyy)	/)	N/A	N/A
			Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{-}}$	Issue and allotment date : (dd/mm/yyyy)	(/)		
			EGM approval date: (dd/mm/yyyy)	(/)	N/A	N/A
					<u> </u>		
			Total E.	(Ordina		
			(Dr	aforon	snare share	s) $\frac{N/A}{N/A}$	
			(116		her clas		
				(Ou		<u>11/11</u>	
I							

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	500,000
	(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").)		

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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.