

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>30/11/2011</u>

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Interchina Holdings Company Limited |
|----------------|-------------------------------------|
| Date Submitted | 02 /12 / 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 | 3,562,669,363 | N/A_ | N/A | N/A |
| Increase/ (decrease) during the month | 0 | N/A | N/A | N/A |
| Balance at close of the month | 3,562,669,363 | N/A | N/A | <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 | | | | | No. of new shares of issuer issued during the month pursuant | No. of new shares of issuer which may be issued pursuant thereto |
|---|---------|---------------|--------------|------------|--|--|
| approval date (dd/mm/yyyy) and — | - | Movement duri | ng the month | | thereto | as at close of the month |
| 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 | 500,000 | Nil | 4,800,000 |
| shares | 1111 | | | | 1 (11 | |
| 2. Granted on 30/07/2009 Exercised price \$1.03 (Approved by EGM on 17/05/2008) Ordinary shares | Nil | Nil | Nil | 3,000,000 | Nil | 51,000,000 |
| 3.Granted on 05/07/2010 Exercised price \$0.86 (Approved by EGM on 17/05/2008) Ordinary shares | Nil | Nil | Nil | 20,000,000 | Nil | 0 |

| | | | | | For Main Board and C | GEM listed issuers |
|--|---------|-------------------|-----------|--------------|---|--|
| Particulars of share option scheme including EGM approval date | I | 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 |
| (dd/mm/yyyy) and - | | and rememe during | the monu | | - | |
| class of shares | | F · 1 | | T 1 | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 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 Shares | Nil | Nil | Nil | 5,000,000 | Nil | 70,750,000 |
| | | Total A | (Ordin | ary shares) | N/A | |
| | | 10tul 1 | · · | nce shares) | N/A | |
| | | | | Other class) | N/A | |
| Total funds raised dur options (State currence | | from exercise of | | N/A | | |

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 | to Charge of the | laguar which are to | For Main Board and GEM listed 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 |
| | Type of Issue | | | | | | month |
| | | | CI CI 11 | | | | |
| | | | Class of shares issuable | | | | |
| | | | (Note 1) | | | | |
| 9. | Capital | | Issue and allotment | (| / | | |
| <i>_</i> . | reorganisation | | date : (dd/mm/yyyy) | / |) | | |
| | 0 | | dute : (dd/mm/jyyy) | | | | |
| | | | EGM approval date: | | , | | |
| | | | (dd/mm/yyyy) | (| / | | |
| | | | | / |) | N/A | N/A |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | Class of shares issuable | | | | |
| | | | (Note 1) | | | | |
| | | | (10010-17) | | | | |
| 10. | Other | At price : $\frac{\text{State}}{\text{ourrenew}}$ | Issue and allotment | (| / | | |
| | (Please specify) | currency | date : (dd/mm/yyyy) | / |) | | |
| | | | | | | | |
| | | | EGM approval date: | (| / | | |
| | | | (dd/mm/yyyy) | (| / | N/A | N/A |
| | | | | / |) | 1N/A | $\frac{1N}{A}$ |
| | | | | | | | |
| | | | Total E. | (| Ordina | | |
| | | | / D | oforor - | | s) $\frac{N/A}{N/A}$ | |
| | | | (Pro | | ce share her clas | | |
| | | | | (Uti | ner cias | s) <u>IN/A</u> | |
| L | | | | | | | |

| 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 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.