



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/04/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Interchina Holdings Company Limited

Date Submitted 02 / 05 / 2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 202 Description : _____

| | No. of ordinary shares | Par value (HKD) | Authorised share capital (HKD) |
|-------------------------------------|------------------------|-----------------|--------------------------------|
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>0.10</u> | <u>1,000,000,000</u> |
| Increase/(decrease) | <u>Nil</u> | <u>0</u> | <u>Nil</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>0.10</u> | <u>1,000,000,000</u> |

(2) Stock code : N/A Description : _____

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

2. Preference Shares

| | | | | |
|-------------------------------------|--------------------------|--|---|--|
| Stock code : | <u>N/A</u> | 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> | <u>N/A</u> | <u>N/A</u> | |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> | |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> | |

3. Other Classes of Shares

| | | | | |
|-------------------------------------|--------------------------------|--|---|--|
| Stock code : | <u>N/A</u> | 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> | <u>N/A</u> | <u>N/A</u> | |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> | |
| Balance at close of the month | <u>N/A</u> | | <u>N/A</u> | |

Total authorised share capital at the end of the month (*HKD*) : **1,000,000,000**

For Main Board and GEM listed issuers

| 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 | | |
| <u>4. Granted on</u> <u>26/7/2010</u> <u>Exercised</u> <u>price \$0.83</u> <u>(Approved by</u> <u>EGM on</u> <u>17/05/2008)</u> <u>Ordinary</u> <u>Shares</u> | Nil | Nil | Nil | Nil | Nil | 24,000,000 |
| <u>5. Granted on</u> <u>25/8/2010</u> <u>Exercised</u> <u>price \$0.89</u> <u>(Approved by</u> <u>AGM on</u> <u>30/07/2010)</u> <u>Ordinary</u> <u>Shares</u> | Nil | Nil | Nil | Nil | Nil | 70,750,000 |
| | | | Total A. | (Ordinary shares) | <u>N/A</u> | |
| | | | | (Preference shares) | <u>N/A</u> | |
| | | | | (Other class) | <u>N/A</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | | <u>N/A</u> | |

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 | | | | | 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) | | | | | | |
| | | | Total B. | (Ordinary shares) (Preference shares) (Other class) | N/A N/A 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. | | | | | | |
| 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 C. (Ordinary shares) | N/A | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |

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

Other Movements in Issued Share Capital

| 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 |
|---------------|----------------|--------------------------------------|---|--|---|
| 1. | Rights issue | At price : State currency <u>N/A</u> | Class of shares issuable _____ <i>(Note 1)</i> 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 <u>N/A</u> | Class of shares issuable _____ <i>(Note 1)</i> 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 <u>N/A</u> | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) / (/) AGM approval date: (dd/mm/yyyy) / (/) | <u>N/A</u> | <u>N/A</u> |
| 4. | Bonus issue | <u>N/A</u> | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) / (/) EGM approval date: (dd/mm/yyyy) / (/) | <u>N/A</u> | <u>N/A</u> |
| 5. | Scrip dividend | At price : State currency _____ | Class of shares issuable _____ | <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 |
|-------------------------|--|--|---|
| <i>(Note 1)</i> | | | |
| | <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) | (/) | |
| | EGM approval date: (dd/mm/yyyy) | (/) | |
| 6. Repurchase of shares | Class of shares repurchased <i>(Note 1)</i> | | |
| | Cancellation date : (dd/mm/yyyy) | (/) | |
| | EGM approval date: (dd/mm/yyyy) | (/) | <u>N/A</u> <u>N/A</u> |
| 7. Redemption of shares | Class of shares redeemed <i>(Note 1)</i> | | |
| | Redemption date : (dd/mm/yyyy) | (/) | |
| | EGM approval date: (dd/mm/yyyy) | (/) | <u>N/A</u> <u>N/A</u> |
| 8. Consideration issue | At price : State currency <u>N/A</u> | | |
| | Class of shares issuable <i>(Note 1)</i> | | |
| | 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 |
|----------------------------|---------------------------|---|--|---|
| 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) | 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 |
| <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: LAU CHI LOK

Title: Secretary

(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.