

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :28/02/2014

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | China Dongxiang (Group) Co., Ltd. |
|----------------|-----------------------------------|
| Date Submitted | 03/03/2014 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|-------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code : <u>3818</u> Descr | iption : Ordinary | Shares | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | 10,000,000,000 | 0.01 | 100,000,000 |
| Increase/(decrease) | | | |
| Balance at close of the month | 10,000,000,000 | 0.01 | 100,000,000 |
| (2) Stock code : <u>N/A</u> Descr | iption : <u>N/A</u> | | |
| | 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) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | N/A | N/A | <u>N/A</u> |

2. Preference Shares

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

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (HK\$) : 100,000,000

II. Movements in Issued Share Capital

| | No. of ordi | nary shares | No of preference | No. of other classes | | |
|--|---------------|-------------|------------------|----------------------|--|--|
| | (1) | (2) | shares | of shares | | |
| Balance at close of preceding month | 5,536,401,000 | N/A | N/A | N/A | | |
| Increase/ (decrease) during the month | | N/A | N/A | N/A | | |
| Balance at close of the month | 5,536,401,000 | N/A | <u>N/A</u> | N/A | | |

III. Details of Movements in Issued Share Capital

| Share Options (under | Share Option | Schemes of the | Issuer) | | | |
|-----------------------|---------------|-----------------|----------------|--------------|----------------------|--------------------------|
| 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 | ng the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | | | | | |
| class of shares | ~ . | | ~ | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option | | | | | | |
| Scheme | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (12/09/2007) | | | | | | |
| Ordinary shares | | | | | | |
| (Note 1) | | | | | | |
| (Note 1) | | | | | | |
| 2 11/4 | | | | | | |
| <u>2. N/A</u> | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | _ | | | | |
| | | Те | otal A. (Ordir | - | | |
| | | | (Prefere | ence shares) | N/A | |
| | | | ((| Other class) | N/A | |
| Total funds raised du | iring the mor | nth from exerci | se of | | | |
| options (HK\$) | | | | | | |
| 1 | | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value 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 |
|--|---|----------------------------------|---|--|--|
| <u>1. N/A</u> | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price | · · | | | | |
| EGM approval date (if applicable) | | | | | |
| (dd/mm/yyyy) 2. N/A | (/ /) | | | | |
| (/ /) Stock code (if listed) Class of shares | | | | | |
| issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| <u>3. N/A</u> | | | | | |
| | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| <u>4. N/A</u> | | | | | |
| Class of shares | | | | | |
| issuable (<i>Note 1</i>) Subscription price | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| | Total | (Prefere | nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u> | 1 | |

| Convertibles (i.e. Convertible i | nto Sharaa of the I | aguar 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 |
| 1. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A | (/ /) | | | | | |
| | _ | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A | (/ /) | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| <u>4. N/A</u> | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | 1 `` | NT / A | |
| | | | | nary shares) ence shares) Other class) | N/A N/A N/A | - |
| | | | (| | 11/11 | _ |

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), | 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 |
|--|---|--|
| if applicable, and class of shares issuable: | | |
| 1. <u>N/A</u> | | |
| | - | |
| | | |
| shares (Note 1) | | |
| Shares (Note 1) | | |
| 2. N/A | | |
| | - | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 3. <u>N/A</u> | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A N/A | |
| (Other class) | N/A N/A | |
| (Outer class) | 11/11 | |
| | | |

| $\begin{array}{c ccccccccccccccccccccccccccccccccccc$ | | 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 |
|--|----|---------------|----------------------|------------------------------------|-------|---|--|---|
| 1. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: (dd/mm/yyyy) $(///)$ N/A N/A 2. Open offer At price : State currency Class of shares issuable (Note 1) | | Type of Issue | | Class of shores issueble | | | | |
| 1. Nights issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 4. Bonus issue Class of shares issuable (Note 1) N/A N/A 4. Bonus issue Issue and allotment (dd/mm/yyyy) (/ /) N/A 4. Bonus issue Issue and allotment (dd/mm/yyyy) (/ /) N/A | | | | | | | | |
| (dd/mm/yyyy) N/A N/A 2. Open offer At price : State Class of shares issuable (///) | 1. | Rights issue | At price : State | | (/ / |) | | |
| 2. Open offer At price : State currency Class of shares issuable (Note 1) | | | | | (/ / |) | | |
| 2. Open offer At price : $\frac{State}{currency}$ Issue and allotment $(///)$ Issue and allotment $(///)$ $(///)$ EGM approval date: $(///)$ N/A N/A N/A N/A N/A N/A N/A State Class of shares issuable | | | | | | | <u>N/A</u> | <u>N/A</u> |
| 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) N/A 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) N/A N/A 4. Bonus issue Class of shares issuable (Note 1) Issue and allotment (Note 1) N/A N/A 4. Bonus issue EGM approval date: (dd/mm/yyyy) Issue and allotment date : (dd/mm/yyyy) (/ /) N/A N/A | | | | | | | | |
| EGM approval date: (//) N/A N/A $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $M/A N/A$ $M/A N/A$ $M/A N/A$ $M/A N/A$ $N/A N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $M/A N/A$ | 2. | Open offer | | Issue and allotment | (/ / |) | | |
| 3. Placing At price : State currency Class of shares issuable (Note 1) | | | | EGM approval date: | (/ / |) | | |
| 3. Placing At price : $\frac{State}{currency}$ Issue and allotment $(/ /)$ Bonus issue $\frac{N/A}{M/A}$ $\frac{N/A}{M/A}$ 4. Bonus issue Issue and allotment $(/ /)$ Issue Issue | | | | | | | <u>N/A</u> | <u>N/A</u> |
| 3. Placing At price : State currency Issue and allotment date : (d/mm/yyyy) (/ /) EGM approval date: (d/mm/yyyy) N/A N/A VA N/A N/A 4. Bonus issue Issue and allotment (/ /) Issue and allotment (/ /) EGM approval date: (d/mm/yyyy) EGM approval date: (/ /) EGM approval date: (/ /) Issue and allotment (/ /) EGM approval date: (/ /) EGM approval date: (/ /) | | | | | | | | |
| 4. Bonus issue | 3. | Placing | At price : State | | (/ / |) | | |
| 4. Bonus issue Class of shares issuable | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| 4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | | | | | | <u>N/A</u> | <u>N/A</u> |
| 4. Bonus issue | | | | | | | | |
| EGM approval date: (/ /) (dd/mm/yyyy) | 4. | Bonus issue | | Issue and allotment | (/ / |) | | |
| | | | | EGM approval date: | (/ / |) | | |
| | | | | | | | <u>N/A</u> | <u>N/A</u> |

| | Type of Issue | | F | For Main | Boar | d and GEM lis No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|----|----------------------|------------------------------|--|----------|------|---|----------------------|
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | | | | |
| 5. | Scrip dividend | At price : State currency | | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | <u>N/A</u> | N/A |
| | | | | | | | |
| | | | Class of shares repurchased (Note 1) | | | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | NI/A | NT/A |
| | | | | | | <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 (<i>Note 1</i>) | | | | |
| 8. | Consideration issue | At price : State | | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | N/A | N/A |
| | | | | | | | |

| | | | For I | Main Boar | d and GEM lis | sted 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 | | date : (dd/mm/yyyy) | / /) | <u>N/A</u> | <u>N/A</u> |
| 10. | Other (Please specify) | At price : State | date : (dd/mm/yyyy) | / /) | <u>N/A</u> | <u>N/A</u> |
| | | | (Prefer | nary share ence share Other clas | s) <u>N/A</u> | - |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | | |
|--|-----|-----|--|
| | (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: Wai Pui Man |
|--|
| Title:Company 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.*