

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/07/2012

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Zhong Fa Zhan Holdings Limited |
|----------------|--------------------------------|
| Date Submitted | 02/08/2012 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|--------------------------------------|---------------------------|----------------------------------|---|
| (1) Stock code : <u>00475</u> Descri | iption : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 10,000,000,000 | HKD0.01 | HKD100,000,000 |
| Increase/(decrease) | | | |
| Balance at close of the month | 10,000,000,000 | HKD0.01 | HKD100,000,000 |
| (2) Stock code : <u>N/A</u> Descri | iption : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

2. Preference Shares

| Stock code : | N/A | Descript | ion : | | |
|-------------------|-------------|----------|--------------------------|----------------------------------|---|
| | | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close | of precedii | ng month | | | |
| Increase/(decreas | se) | - | | | |
| Balance at close | of the mon | th | | | |

3. Other Classes of Shares

| Stock code : | N/A | _Descrip | ntion : | | |
|--------------------|----------------|----------|--------------------------------|----------------------------------|---|
| | | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close c | of preceding n | nonth | | | |
| Increase/(decrease | e) | | | | |
| Balance at close o | of the month | | | | |

Total authorised share capital at the end of the month (*State currency*) : HKD100,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference | No. of other classes |
|--|------------------------|-----|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 273,610,000 | N/A | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | | N/A | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | 273,610,000 | 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 | | | | | 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 dur | ing the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | | 0 | | | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1.Share Option | | | | | | |
| Scheme adopted | | | | | | |
| on 26/2/2007 | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Ordinary shares | Nil | Nil | Nil | Nil | Nil | 24,090,000 |
| $\frac{1}{(Note 1)}$ | 1111 | | | 1 (11 | | 21,000,000 |
| (1000 1) | | | | | | |
| 2. | | | | | | |
| <u></u> | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| (INDIE I) | | т | otal A (Ord | inary shares) | Nil | |
| | | 10 | | | N/A | |
| | | | | rence shares) | | |
| | | | | (Other class) | N/A | |
| Total funds raised dur | | from exercise of | of | | | |
| options (State currence | cy) | | | N/A | | |
| | | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value a nominal close of value preceding month | durii | cised Nomina ng the at close onth mo | e of the | 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. | (/ /) | _ | | | | |
| (/ /) 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 (Note 1) | | | | | | |
| 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) | (/ /) | _ | | | | |
| | Tot | al B. | (Ordinary shar Preference shar (Other cla | es) | N/A N/A N/A | - - - |

| Commentibles (i.e. Commentible i | uta Channa af tha I | | | For Main Board | ain Board and GEM listed issuers | | | |
|--|---------------------|--|----------------------------------|--|--|--|--|--|
| Convertibles (i.e. Convertible in | | 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. 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)) 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) | (/ /) | | | | | | | |
| · · · · · · · · · · · · | | | | nary shares) 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. N/A | | |
| | | |
| | - | |
| | | |
| shares (Note 1) | | |
| | | |
| 2 | - | |
| | - | |
| | - | |
| shares (Note 1) | - | |
| | | |
| 3 | | |
| | | |
| | - | |
| (/ /) | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |
| | | |

| Oth | her Movements ir | Issued Share Capital | | | | No. of new shares of issuer issued during the month pursuant | No. of new shares of issuer which may be issued pursuant |
|-----|------------------|----------------------------------|--|-------|---|---|---|
| | Type of Issue | | | | | thereto | thereto as at close of the month |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 1. | Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | | | | |
| 2. | Open offer | At price : State currency ——— | Issue and allotment 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>) | | | | |
| 3. | Placing | At price : State | 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>) | | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | |

| | Type of Issue | | F | For Mai | n Boai | rd and GEM liss No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|----|----------------------|------------------------------|---|---------|--------|---|----------------------|
| | 1990 01 18540 | | | | | | |
| | | St. J. | Class of shares issuable (<i>Note 1</i>) | | | | |
| 5. | Scrip dividend | At price : State currency | 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 : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | |

| | | | H | For Main Boar | rd 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 | | Class of shares issuable (<i>Note 1</i>) Issue and allotment | (/ /) | | |
| | reorganisation | | date : (dd/mm/yyyy) | (//) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | <u>N</u> /A | N/A |
| | | | | | | |
| | | | Class of shares issuable (Note 1) | | | |
| 10. | Other (Please specify) | At price : State currency | — Issue and allotment date : (dd/mm/yyyy) | (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | N/A | N/A |
| | | | | Ordinary share eference share (Other clas | es) N/A | - |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | Nil | | |
|--|-----|-----|--|--|
| | (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): |
|---------|-----|-------|
| N/A | | |

| Submitted by: | Sin Lap Poon | |
|---------------------------|---|--|
| Title: (Director, Sect | Company Secretary retary 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.