

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>30/11/2015</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Zhong Fa Zhan Holdings Limited
Date Submitted	01/12/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00475</u> Descr	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> Descr	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 ord	linary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	327,054,000	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	3,000,000	N/A	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	330,054,000	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 duri	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	3,546,000
$\frac{1}{(Note 1)}$	1111			111		
(10010-1)						
2.						
<u></u>						
( / / )						
shares						
(Note 1)						
3.						
shares						
	<u> </u>		· · · · · · · · · · · · · · · · · · ·			
(Note 1)		т	(1) (0)	• • •	<b>NT</b> / A	
		10		inary shares)	N/A	
				rence shares)	N/A	
				(Other class)	N/A	
Total funds raised dur	ring the month	from exercise o	of			
options (State current	cy)			N/A		

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. Non-listed Warrants issued						
on 02/10/2015 (exercise period:						
01/10/2016 - 30/09/2018)*	HKD	20,000,000	Nil	20,000,000	Nil	8,000,000
(30/09/2018)						
Stock code (if listed)	N/.	A				
Class of shares		01				
issuable (Note 1)	Ordinary					
Subscription price EGM approval date (if applicable)	HKD					
(dd/mm/yyyy)	(08/09/	2015)				
2. Non-listed Warrants issued						
on 02/10/2015 (exercise period:	_					_
01/04/2017 - 30/09/2018)*	HKD	20,000,000	Nil	20,000,000	Nil	8,000,000
(30/09/2018)						
Stock code (if listed)	N/.	A				
Class of shares	Ordinar	Sharaa				
issuable (Note 1)	Ordinary HKD					
Subscription price EGM approval date	пкр	2.30				
(if applicable)						
(dd/mm/yyyy)	(08/09/	2015)				
3. Non-listed Warrants issued	`					
on 02/10/2015 (exercise period:						
01/10/2017 - 30/09/2018)*	HKD	20,000,000	Nil	20,000,000	Nil	8,000,000
(30/09/2018)						
Stock code (if listed)	N/.	A				
Class of shares	o !!	<b>C1</b>				
issuable (Note 1)	Ordinary					
Subscription price	HKD	2.50				
EGM approval date (if applicable)						
(dd/mm/yyyy)	(08/09/	2015)				
4.	(00,0)					
( / / ) Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
		Total		nary shares)	N/A	-
				ence shares)	N/A	-
			(	Other class)	N/A	-

Convertibles ( a Commentite )	nto Change of the T	anne which are to		For Main Board	l and GEM liste	d 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
1. N/A						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price						
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)						
issuable (Note 1)						
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),	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)		
2.		
shares (Note 1)		
3.		
shares (Note 1)	-	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

	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
		State	Class of shares issuable ( <i>Note 1</i> )	( / / )		
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	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 <u>HK\$2.10</u>	Class of shares issuable <i>(Note 1)</i> Issue and allotment	<u>Ordinary</u> (02/11/2015)		
	Theme	At price : currency	date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(08/09/2015)	3,000,000**	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

5.       Scrip dividend       At price : State currency       Issue and allotment date : $(1 / 1)$ 5.       Scrip dividend       At price : State currency       Issue and allotment date : $(1 / 1)$ 6.       Repurchase of shares       Class of shares issuable currency       N/A         7.       Redemption of shares       Class of shares issuable currency       N/A         7.       Redemption of shares       Class of shares issuable currency       N/A         8.       Consideration issue At price : State currency       Class of shares issuable currency       N/A         8.       Consideration issue At price : State currency       Esca and allotment currency       (1 / 1)         8.       Consideration issue At price : State currency       Issue and allotment currency       (1 / 1)         8.       Consideration issue At price : State currency       Issue and allotment currency       (1 / 1)			Fc	or Main Bo	<u>parc</u>	and GEM listed is No. of new shares of issuer issued during the month pursuant thereto	
S. Scrip dividend       At price : State currency       Issue and allotment date: (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       N/A       N         G. Repurchase of shares       Class of shares repurchased (Note 1)       N/A       N         G. Repurchase of shares       Class of shares repurchased (Note 1)       N/A       N         G. Repurchase of shares       Class of shares repurchased (Note 1)       N/A       N         G. Repurchase of shares       Class of shares       (///)       N/A       N         G. Repurchase of shares       Class of shares       (///)       N/A       N         G. Repurchase of shares       Class of shares       N/A       N         G. Repurchase of shares       Class of shares       N/A       N         G. Repurchase of shares       Class of shares       N/A       N         G. Repurchase of shares       Class of shares       N/A       N         G. Repurchase of shares       Class of shares       N/A       N         Redemption of shares       Class of shares issuable (////)       N/A       N         Redemption fact:       State       State       N/A       N         8. Consideration issue At price :       State       Issue and allotment       (////)       N	ssue						the month
5. Scrip dividend       At price : currency       idate : (dd/mm/yyyy)         EGM approval date: $(//)$ N/A       N         6. Repurchase of shares       Class of shares ispurchased (Note 1)       N/A       N         6. Repurchase of shares       Cancellation date : (///)       N/A       N         6. Repurchase of shares       Cancellation date : (///)       N/A       N         6. Repurchase of shares       Cancellation date : (///)       N/A       N         7. Redemption of shares       Class of shares redeemed (Note 1)       N/A       N         7. Redemption of shares       Class of shares currency       N/A       N         8. Consideration issue At price :       State currency       Issue and allotment (///)       N/A       N         8. Consideration issue At price :       State currency       Issue and allotment (///)       (///)       M/A       N			ares issuable				
EGM approval date: $(/ / )$ G. Repurchase of shares       Class of shares repurchased (Note 1)         G. Repurchase of shares       Cancellation date : $(d/mm/yyyy)$ EGM approval date: $(d/mm/yyyy)$ EGM approval date: $(/ / )$ (/ / ) $(d/mm/yyyy)$ N/A         N/A       N         Class of shares	vidend At price : $\frac{St}{ct}$	ate Issue and a date : (dd/r		( / /	)		
6. Repurchase of shares       Class of shares repurchased (Note 1)         6. Repurchase of shares       Cancellation date : $(///)$ (dd/mm/yyyy)       EGM approval date: $(///)$ (dd/mm/yyyy)       N/A         7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Class of shares (///)         8. Consideration issue At price : State currency       Issue and allotment (///)         8. Consideration issue At price : State currency       Issue and allotment (///)         EGM approval date: (///)       EGM approval date: (///)         EGM approval date: (///)       EGM approval date: (///)		EGM appro	oval date:	( / /	)	N/A	N/A
6. Repurchase of shares       repurchased (Note 1)         6. Repurchase of shares       Cancellation date : $(//)$ (dd/mm/yyyy)       EGM approval date: $(//)$ (dd/mm/yyyy)       N/A         7. Redemption of shares       Class of shares							
shares $(dd'mm/yyy)$ EGM approval date: $(//)$ $(dd'mm/yyyy)$ $N/A$ Redemption of shares $(//)$ Redemption date : $(//)$ $(dd'mm/yyyy)$ $N/A$ 8. Consideration issue At price :       State currency         Issue and allotment (///) $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$					_		
Provide table: $(dd'mm/yyyy)$ N/A       N         7. Redemption of shares       Class of shares redeemed (Note 1)         Redemption date : $(///)$ (dd/mm/yyyy)       EGM approval date:         EGM approval date: $(///)$ (dd/mm/yyyy)       N/A         8. Consideration issue At price :       State currency         Issue and allotment date : $(///)$ EGM approval date: $(///)$ (dd/mm/yyyy)       EGM approval date:         8. Consideration issue At price :       State currency         Issue and allotment date : $(///)$ EGM approval date: $(///)$	ase of			( / /	)		
7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Redemption date : $(///)$ (dd/mm/yyyy)       EGM approval date: $(///)$ (dd/mm/yyyy)       N/A         8. Consideration issue At price : State currency       Issue and allotment (//) (dd/mm/yyyy)         EGM approval date: $(///)$ Bayer of the state of the				( / /	)		
7. Redemption of shares       redeemed (Note 1)         7. Redemption of shares       Redemption date : $(//)$ (dd/mm/yyyy)       EGM approval date: $(//)$ EGM approval date: $(//)$ N/A         (dd/mm/yyyy)       N/A         8. Consideration issue At price : State currency       Issue and allotment date : $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$ (dd/mm/yyyy)       EGM approval date: $(//)$						<u>N/A</u>	<u>N/A</u>
shares $(dd/mm/yyyy)$ EGM approval date: $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$ (dd/mm/yyyy) 8. Consideration issue At price : $\frac{State}{currency}$ EGM approval date: $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$					_		
8. Consideration issue At price : State Issue and allotment ( $(/ / )$ Issue and allotment ( $( / / )$ Issue and allotment ( $($	tion of			( / /	)		
8. Consideration issue At price : State Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)				( / /	)	<b>NT</b> ( A	
8. Consideration issue 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>
8. Consideration issue At price : currency date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)			ares issuable		_		
(dd/mm/vvvv)				( / /	)		
				( / /	)	NI/A	NT / A
						<u>1N/A</u>	<u>N/A</u>

		F	or Main E	Board	d and GEM listed is	suers
						No. of new shares of issuer which may be issued pursuant thereto as at close of
Type of Issue						the month
		Class of shares issuable (Note 1)				
Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
					<u>N/A</u>	N/A
		Class of shares issuable ( <i>Note 1</i> )				
Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	<u>N/A</u>
			eference s	hare	s) N/A	-
	Capital reorganisation	Capital reorganisation Other At print State	Type of Issue       Class of shares issuable (Note 1)         Capital reorganisation       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       EGM approval date: (dd/mm/yyyy)         Other (Please specify)       At price : State currency       Class of shares issuable (Note 1)         Issue and allotment date : (dd/mm/yyyy)       EGM approval date: (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       EGM approval date: (dd/mm/yyyy)	Type of Issue       Class of shares issuable (Note 1)         Capital reorganisation       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (d/mm/yyyy)       ( / / (d/mm/yyyy))         Other (Please specify)       At price : State currency         Other (Please specify)       At price : Ordinary s (Preference s (Preference s))	Type of Issue       Class of shares issuable	Type of Issue       No. of new shares of issuer issued during the month pursuant thereto         Capital reorganisation       Class of shares issuable

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	3,000,000
	(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").)		

Remarks (if any):

\* Issue of warrants on 2 October 2015 pursuant to the Subscription Agreements dated 1 July 2015 (details of which were

disclosed in the announcement of the Company dated 5 July 2015 and the circular of the Company dated 13 August 2015).

\*\* Issue and allotment of new shares on 2 November 2015 pursuant to the Subscription Agreements dated 1 July 2015

(details of which were disclosed in the announcement of the Company dated 5 July 2015 and the circular of the Company dated 13 August 2015).

Submitted by: Chan Wing Yuen, Hubert

 Title:
 Chief Executive & Executive Director

 (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.