



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/5/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Hua Lien International (Holding) Company Limited

Date Submitted 4 June 2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :	<u>969</u>	Description :	<u>HUA LIEN INT'L</u>	
			No. of ordinary shares	Par value (<i>State currency</i>)
				Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>6,000,000,000</u>		<u>HK\$0.10</u>	<u>HK\$600,000,000</u>
Increase/(decrease)	<u>Nil</u>			<u>Nil</u>
Balance at close of the month	<u>6,000,000,000</u>		<u>HK\$0.10</u>	<u>HK\$600,000,000</u>
(2) Stock code :	<u>N/A</u>	Description :		
			No. of ordinary shares	Par value (<i>State currency</i>)
				Authorised share capital (<i>State currency</i>)
Balance at close of preceding month				
Increase/(decrease)				
Balance at close of the month				

2. Preference Shares

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

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (*State currency*) : HK\$600,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>1,391,180,000</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>1,391,180,000</u>	<u>N/A</u>	<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 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		
1. Share Option Scheme						
(20/09/2007)						
Ordinary shares	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
(Note 1)						
2.						
(/ /)						
shares						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
			Total A. (Ordinary shares)		<u>Nil</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						
(/ /)						
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						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
4. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
				Total B. (Ordinary shares)	Nil	
				(Preference shares)	N/A	
				(Other class)	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
<u>1. Redeemable Tranche 1</u>						
<u>Convertible Note – Principal</u>						
<u>Amount HK\$366,600,000</u>						
	HK\$	HK\$320,100,000	Nil	HK\$320,100,000	Nil	533,500,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.60 per conversion share					
EGM approval date (if applicable) (dd/mm/yyyy)	(20/02/2009)					
<u>2. Redeemable Tranche 2</u>						
<u>Convertible Note – Principal</u>						
<u>Amount HK\$306,600,000</u>						
	HK\$	HK\$306,600,000	Nil	HK\$306,600,000	Nil	511,000,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.60 per conversion share					
EGM approval date (if applicable) (dd/mm/yyyy)	(20/02/2009)					
<u>3. Redeemable</u>						
<u>Convertible Notes - Principal</u>						
<u>Amount HK\$24,000,000</u>						
	HK\$	HK\$24,000,000	Nil	HK\$24,000,000	Nil	40,000,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.60 per conversion share					
EGM approval date (if applicable) (dd/mm/yyyy)	(08/12/2010)					
<u>4.</u>						
Stock code (if listed)	_____					
Class of shares issuable (Note 1)	_____					
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. See Remarks on page 10 <div style="text-align: right;">(/ /) shares (<i>Note 1</i>)</div>		See Remarks
2. <div style="text-align: right;">(/ /) shares (<i>Note 1</i>)</div>		
3. <div style="text-align: right;">(/ /) shares (<i>Note 1</i>)</div>		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	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 _____	Class of shares issuable (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4.	Bonus issue		Class of shares issuable (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____

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
5. Scrip dividend	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /) (/ /)	_____
6. Repurchase of shares		Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /) (/ /)	_____
7. Redemption of shares		Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /) (/ /)	_____
8. Consideration issue	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /) (/ /)	_____

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>	<u>N/A</u>	
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)	(/ /)	
10. Other (Please specify) At price : State currency	Class of shares issuable <i>(Note 1)</i>	<u>N/A</u>	
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)	(/ /)	
		Total E. (Ordinary shares)	<u>Nil</u>
		(Preference shares)	<u>N/A</u>
		(Other class)	<u>N/A</u>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>N/A</u>
	(2)	<u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>N/A</u>

(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)

Remarks (if any):

(I) A maximum of 520,000,000 Conversion Shares (upon full conversion of possibly be issued Convertible Notes) may possibly be issued in relation to a memorandum of understanding signed on 31 January 2010 and agreements signed on 22 October 2010. Conversion Price of the possible issue of Shares is HK\$0.6.

(II) On 12 April 2012, the Company has entered a subscription agreement pursuant to which the subscriber has conditionally agreed to subscribe for and the Company has conditionally agreed to allot and issue a total of 800,000,000 subscription shares at the price of HK\$0.60 per subscription share in cash. Please refer to the Company's announcement of 12 April 2012.

Submitted by: Wan Hok Shing

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.