

#### **Monthly Return of Equity Issuer on Movements in Securities**

| For the month ended (dd/mm/      | yyyy):      | 31/12/2010             |                                  |   |
|----------------------------------|-------------|------------------------|----------------------------------|---|
| To: Hong Kong Exchanges and      | Clearing I  | Limited                |                                  |   |
| Name of Issuer                   | Shenzhen    | International Hold     | ings Limited                     |   |
| Date Submitted                   | 4 January   | 2011                   |                                  |   |
| I. Movements in Authorised Sha   | re Capital  |                        |                                  |   |
| 1. Ordinary Shares               |             |                        |                                  |   |
| (1) Stock code : <u>152</u>      | Description | on: Ordinary           | Shares                           |   |
|                                  |             | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share capital (State currency) |
| Balance at close of preceding me | onth _      | 20,000,000,000         | HK\$0.10                         | HK\$2,000,000,000                         |
| Increase/(decrease)              |             | Nil                    |                                  | Nil                                       |
| Balance at close of the month    |             | 20,000,000,000         | HK\$0.10                         | HK\$2,000,000,000                         |
| (2) Stock code : <u>N/A</u>      | Description | on:                    |                                  |   |
|                                  |             | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share capital (State currency) |
| Balance at close of preceding me | onth _      |                        |                                  |   |
| Increase/(decrease)              | _           |                        |                                  |   |
| Balance at close of the month    | _           |                        |                                  |   |

| 2. Preference Shares                                |                                |                                  |   |
|---|--------------------------------|----------------------------------|---|
| Stock code : N/A Descr                              | iption:                        |                                  |   |
|   | No. of preference shares       | Par value<br>(State<br>currency) | Authorised share capital (State currency) |
| Balance at close of preceding month                 |                                |                                  |   |
| Increase/(decrease)                                 |                                |                                  |   |
| Balance at close of the month                       |                                |                                  |   |
| 3. Other Classes of Shares                          |                                |                                  |   |
| Stock code : <u>N/A</u> Descr                       | iption:                        |                                  |   |
|   | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share capital (State currency) |
| Balance at close of preceding month                 |                                |                                  |   |
| Increase/(decrease)                                 |                                |                                  |   |
| Balance at close of the month                       |                                |                                  |   |
| Total authorised share capital at the enceurrency): | d of the month (State          | HK\$2,                           | ,000,000,000                              |

## II. Movements in Issued Share Capital

|                                       | No. of ordina  | Fordinary shares No of preferen |        | e No. of other classes |  |
|---------------------------------------|----------------|---------------------------------|--------|------------------------|--|
|                                       | (1)            | (2)                             | shares | of shares              |  |
| Balance at close of preceding month   | 14,157,429,475 | N/A                             | N/A    | N/A                    |  |
| Increase/-(decrease) during the month | 2,214,743,589  | N/A                             | N/A    | N/A                    |  |
| Balance at close of the month         | 16,372,173,064 | N/A                             | N/A    | N/A                    |  |

## III. Details of Movements in Issued Share Capital

| Share Options (under                         | Share Option | Schemes of the   | Issuer)        |              |   |  |
|--|--------------|------------------|----------------|--------------|---|--|
| Particulars of share option scheme           |              |                  |                |              | No. of new shares of issuer issued during | No. of new shares of issuer which may be |
| including EGM                                |              | the month pursu  |                |              |   | issued pursuant thereto                  |
| approval date                                |              | M                |                |              | thereto                                   | as at close of the month                 |
| (dd/mm/yyyy) and                             |              | Movement dur     | ing the month  |              | -   | as at close of the month                 |
| class of shares                              |              |                  |                |              |   |  |
| issuable                                     | Granted      | Exercised        | Cancelled      | Lapsed       |   |  |
| 1. Share Option                              |              |                  |                | -            |   |  |
| Scheme                                       |              |                  |                |              |   |  |
| approved on                                  |              |                  |                |              |   |  |
| 30/04/2004                                   |              |                  |                |              |   |  |
| (Grant date:                                 |              |                  |                |              |   |  |
| 06/02/2007)                                  |              |                  |                |              |   |  |
| Ordinary shares                              | Nil          | Nil              | Nil            | Nil          | Nil                                       | 35,000,000                               |
| (Note 1)                                     |              |                  |                |              |   |  |
| 2. Share Option                              |              |                  |                |              |   |  |
| Scheme                                       |              |                  |                |              |   |  |
| approved on                                  |              |                  |                |              |   |  |
| 30/04/2004                                   |              |                  |                |              |   |  |
| (Grant date:                                 |              |                  |                |              |   |  |
| 28/09/2010)                                  |              |                  |                |              |   |  |
| Ordinary shares                              | Nil          | Nil              | Nil            | Nil          | Nil                                       | 286,600,000                              |
| (Note 1)                                     | 1111         |                  | 1111           |              |   | 200,000,000                              |
| 3.   |              |                  |                |              |   |  |
| <u>J.</u>                                    |              |                  |                |              |   |  |
|  |              |                  |                |              |   |  |
|  |              |                  |                |              |   |  |
| ( / / )                                      |              |                  |                |              |   |  |
| shares                                       |              |                  |                |              |   |  |
| (Note 1)                                     |              |                  |                |              |   |  |
| (Ivole 1)                                    |              | T                | otal A. (Ordin | ary charec)  | Nil                                       |  |
|  |              | 10               |                | nce shares)  | N/A                                       |  |
|  |              |                  | •              | Other class) | N/A                                       |  |
| Takal from de melec de la                    |              | £                |                | Juici Class) | 11/71                                     |  |
| Total funds raised durantions (State current |              | from exercise of | )1             | Niji         |   |  |
| options (State current                       | <i>(y)</i>   |                  |                | Nil          |   |  |

| Description of warrants (Date of expiry - dd/mm/yyyy)                               | Currency of Nominal value at nominal close of value preceding month | during the | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---|------------|---|--|--|
| 1. N/A  |   |            |   |  |  |
|   |   |            |   |  |  |
| ( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price |   |            |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                                | ( / / )   |            |   |  |  |
| 2 . N/A   | -   | _          |   |  |  |
| ( / / ) Stock code (if listed) Class of shares issuable (Note 1)                    |   |            |   |  |  |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  3. N/A           | ( / / )   | -          |   |  |  |
|   | ·<br>   |            |   |  |  |
| ( / / ) Stock code (if listed) Class of shares issuable (Note 1)                    |   | -          |   |  |  |
| Subscription price EGM approval date (if applicable)                                |   | _          |   |  |  |
| (dd/mm/yyyy)<br>4. N/A  | -   | _          |   |  |  |
|   | ·<br>   |            |   |  |  |
| ( / / ) Stock code (if listed)  |   |            |   |  |  |
| Class of shares issuable (Note 1)   |   | _          |   |  |  |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy)                   | ( / / )   | -          |   |  |  |
| (00/111111/9999)  | ,   | _          |   |  |  |
|   | Tota  |            | nary shares)<br>ence shares)              | N/A<br>N/A   |  |
|   |   |            | Other class)                              | N/A<br>N/A   |  |
|   |   |            |   |  |  |

| Convertibles (i.e. Convertible       | into Shares of the Is          | ssuer 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<br>shares of issuer<br>issued during<br>the month<br>pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
| 1. Zero coupon convertible           | <u></u>                        |                                    |                            |                              |   |   |
| bond                                 |                                |                                    |                            |                              |   |   |
| (please refer to remarks)            |                                |                                    |                            |                              |   |   |
| G. 1 1 ('C1' / 1)                    | HK\$                           | 1,727,500,000                      | 1,727,500,000              | Nil                          | 2,214,743,589   | Nil   |
| Stock code (if listed)               | N/A                            |                                    |                            |                              |   |   |
| issuable (Note 1)                    | Ordinary Shares                | 9                                  |                            |                              |   |   |
| Subscription price                   | HK\$0.78                       | <u> </u>                           |                            |                              |   |   |
| EGM approval date                    | 111140.70                      | <u></u>                            |                            |                              |   |   |
| (if applicable)                      |                                |                                    |                            |                              |   |   |
| (dd/mm/yyyy))                        | (20/12/2010)                   |                                    |                            |                              |   |   |
| 2. N/A                               |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
| Stock code (if listed)               |                                |                                    |                            |                              |   |   |
| Class of shares                      |                                |                                    |                            |                              |   |   |
| issuable (Note 1)                    |                                |                                    |                            |                              |   |   |
| Subscription price EGM approval date |                                |                                    |                            |                              |   |   |
| (if applicable)                      |                                |                                    |                            |                              |   |   |
| (dd/mm/yyyy)                         | ( / / )                        |                                    |                            |                              |   |   |
| 3. N/A                               |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
| Stock code (if listed)               |                                |                                    |                            |                              |   |   |
| Class of shares                      |                                |                                    |                            |                              |   |   |
| issuable (Note 1)                    |                                |                                    |                            |                              |   |   |
| Subscription price                   |                                |                                    |                            |                              |   |   |
| (if applicable)                      |                                |                                    |                            |                              |   |   |
| (dd/mm/yyyy)                         | ( / / )                        |                                    |                            |                              |   |   |
| 4. N/A                               |                                |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
|                                      | <u></u>                        |                                    |                            |                              |   |   |
|                                      |                                |                                    |                            |                              |   |   |
| Stock code (if listed)               |                                |                                    |                            |                              |   |   |
| Class of shares                      |                                |                                    |                            |                              |   |   |
| issuable (Note 1)                    |                                |                                    |                            |                              |   |   |
| Subscription price                   |                                |                                    |                            |                              |   |   |
| EGM approval date                    |                                |                                    |                            |                              |   |   |
| (if applicable)<br>(dd/mm/yyyy)      | ( / / )                        |                                    |                            |                              |   |   |
|                                      | ( , , , )                      |                                    | Total C. (Ordin            | nary shares)                 | Nil   |   |
|                                      |                                |                                    |                            | ence shares)                 | N/A   | <u>-</u>  |
|                                      |                                |                                    |                            | Other class)                 | N/A   | -<br>-  |
|                                      |                                |                                    |                            |                              |   |   |

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:  1. N/A | 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 |
|---|--|---|
| shares (Note 1)   | -  |   |
| 2. N/A (///)  |  |   |
| 3. N/A  |  |   |
| shares (Note 1)  Total D. (Ordinary shares)   | N/A  |   |
| (Preference shares) (Other class)   |  |   |

Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) ( / / ) At price : State currency Issue and allotment 1. Rights issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/AN/AClass of shares issuable \_\_ (*Note 1*) At price : State currency ( / / ) Issue and allotment Open offer date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/AN/AClass of shares issuable \_ (*Note 1*) ( / / ) At price : State currency Issue and allotment 3. Placing date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/AN/A Class of shares issuable \_\_\_ (*Note 1*) ( / / ) Issue and allotment Bonus issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/AN/A

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) At price : State ( / / Issue and allotment Scrip dividend currency date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares repurchased (Note 1) ( / / Repurchase of Cancellation date: shares (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares redeemed (Note 1) ( / / Redemption of Redemption date: shares (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A 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/AN/A

No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable -(*Note 1*) ( / / ) Capital Issue and allotment reorganisation date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares issuable (*Note 1*) At price : State currency 10. Other ( / / Issue and allotment (Please specify) date: (dd/mm/yyyy) ( / / ) EGM approval date: N/A N/A (dd/mm/yyyy) Total E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A 2,214,743,589 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):

For Main Board and GEM listed issuers

N/A

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

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

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|----------|-----|-------|----|
| Remarks  | (11 | any)  | ١. |

| On 11 November 2010, the Company entered into a modification deed (the "Modification Deed") with 深圳市               |
|--|
| 投資控股有限公司 (Shenzhen Investment Holdings Company Limited*) ("SIHCL") to amend the terms of the                       |
| convertible bond, which includes, among other things, the adjustment of the conversion price from HK\$1.20 to      |
| HK\$0.78. The conversion of the principal amount of HK\$1,727,500,000 in full at the said revised conversion       |
| price of HK\$0.78 was completed on 29 December 2010, and 2,214,743,589 new ordinary shares of the Company          |
| were issued accordingly.   |
|  |
| For details of the Modification Deed and the transactions contemplated thereunder, please refer to the circular of |
| the Company dated 3 December 2010 and the announcement of the Company dated 29 December 2010.                      |
|  |
|  |
| Submitted by: Tam Mei Mei  |
| Title: Company Secretary   |
| (Director, Secretary or other duly authorised officer)   |

# \* for identification purpose only

#### 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.