

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 30/04/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer KEE Holdings Company LimitedDate Submitted 02/05/2014**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 2011 Description : KEE

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | <u>2,000,000,000</u>      | <u>HK\$0.01</u>                            | <u>HK\$20,000,000.00</u>                                 |
| Increase/(decrease)                 | <u>NIL</u>                |  | <u>NIL</u>   |
| Balance at close of the month       | <u>2,000,000,000</u>      | <u>HK\$0.01</u>                            | <u>HK\$20,000,000.00</u>                                 |

(2) Stock code : N/A Description : N/A

|                                     | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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>                              |

## 2. Preference Shares

|                                     |            |                             |  |   |
|-------------------------------------|------------|-----------------------------|--|---|
| Stock code :                        | <u>N/A</u> | Description :               | <u>N/A</u>                             |   |
|                                     |            | No. of preference shares    | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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>N/A</u>                             |   |
|                                     |            | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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\$20,000,000.00

## 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>415,000,000</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>NIL</u>             | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>415,000,000</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. Exercise Price :<br><u>HK\$1.39</u><br><br><u>(14/12/2010)</u><br>Ordinary shares<br>(Note 1)         | NIL                       | NIL       | NIL                        | NIL    | NIL  | 5,580,000   |
| 2. Exercise Price :<br><u>HK\$0.60</u><br><br><u>(14/12/2010)</u><br>Ordinary shares<br>(Note 1)         | NIL                       | NIL       | NIL                        | NIL    | NIL  | 7,205,000   |
| 3. N/A<br><br><u>( / / )</u><br>shares<br>(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>NIL</u>   |   |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | 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<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| 2. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| 3. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| 4. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
|  |                                 |   |                                  | Total B. (Ordinary shares) N/A            | _____  | _____  |
|  |                                 |   |                                  | (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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 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 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. N/A<br><hr/> <hr/> <hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )   |  |   |
| 2. N/A<br><hr/> <hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )   |  |   |
| 3. N/A<br><hr/> <hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )   |  |   |
| <div style="text-align: right;">Total D. (Ordinary shares)</div> <div style="text-align: right;">(Preference shares)</div> <div style="text-align: right;">(Other class)</div> | N/A<br>N/A<br>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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | <u>N/A</u>   | <u>N/A</u>  |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | <u>N/A</u>   | <u>N/A</u>  |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | <u>N/A</u>   | <u>N/A</u>  |
| 4.            | Bonus issue  |                                 | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | <u>N/A</u>   | <u>N/A</u>  |

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



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

|   |                |
|---|----------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) <u>NIL</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>     |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> |                |

Remarks (if any):

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

---

Submitted by:     Xu Haizhou    

Title:     Joint 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.*