

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm | /yyyy) : | 31/10/2016 | | |
|---------------------------------|-----------------|---------------------------|----------------------------------|---|
| To: Hong Kong Exchanges and | l Clearing I | Limited | | |
| | | | | |
| Name of Issuer | China Mer | chants Land Limit | ed | |
| Date Submitted | 01/11/2016 | 5 | | |
| I. Movements in Authorised Sh | are Capital | | | |
| 1. Ordinary Shares | | | | |
| (1) Stock code : 978 | _Descriptio | on: | CHI MER | LAND |
| | | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding m | onth _ | 30,000,000,000 | 0.01 | 300,000,000.00 |
| Increase/(decrease) | _ | Nil | | Nil |
| Balance at close of the month | _ | 30,000,000,000 | 0.01 | 300,000,000.00 |
| (2) Stock code : N/A | _Description | on : | N/A | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding m | nonth _ | | | |
| Increase/(decrease) | | | | |
| Balance at close of the month | _ | | | |

| Stock code : | N/A | Descrip | otion: | N/A | <u> </u> |
|---|-------------|---------|--------------------------|----------------------------------|---|
| | | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of p | preceding 1 | nonth | | | |
| Increase/(decrease) | | | | | |
| Balance at close of t | he month | | | | |
| 3. Other Classes of S | Shares | | | | |
| Stock code : | N/A | Descrip | otion: | N/A | 1 |
| | | | No. of other | Par value (State | Authorised share capital |
| | | | classes of shares | currency) | (State currency) |
| Balance at close of p | preceding 1 | nonth | | , | |
| Balance at close of purchase (decrease) | preceding 1 | nonth | | , | |

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 | 4,905,257,860 | N/A | N/A | N/A | |
| Increase/ (decrease) during the month | N/A | N/A | N/A | N/A | |
| Balance at close of the month | 4,905,257,860 | 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 including AGM approval date (dd/mm/yyyy) and | | Movement durin | ng 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 |
| class of shares | | | | | | close of the month |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| $\frac{\text{shares}}{(Note \ 1)}$ | | | | | | |
| (Ivole 1) | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| $\frac{\text{Shares}}{(Note 1)}$ | | | | | | |
| , | | То | tal A. (Ordin | ary shares) | N/A | |
| | | | (Prefere | nce shares) | N/A | |
| | | | | Other class) | N/A | |
| Total funds raised dur | ing the month | from exercise of | f | NT/A | | |
| options (HK\$) | | | | N/A | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | nominal | 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 | - | noung monun | | | | |
| | - | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price | | | | | | |
| EGM approval date (if applicable) | () | | | | | |
| (dd/mm/yyyy) | - |) | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) 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) | (/ / |) | | | | |
| | | Total | (Prefere | nary shares) ence shares) Other class) | N/A N/A N/A | - - |

| Class and description | | 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 | | | | | | |
| | <u>_</u> | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) | | | | | | |
| Subscription price EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy)) | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) Subscription price EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| 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 (Note 1) | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | Tuel C. (Out) | | NT/A | |
| | | | | ence shares) Other class) | N/A N/A 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)

| if applicable, and class of shares issuable: | issued pursuant thereto as at close of the month |
|---|--|
| 1. On 2 June 2015, the Company as guarantor, Cosmos Boom Investment Limited (the "Issuer") and BofA Merrill Lynch, CCB International Capital Limited, China Merchants Securities (HK) and DBS Bank Ltd (the "Joint Lead Managers") have entered into a Subscription Agreement, under which the Joint Lead Managers have agreed severally but not jointly to subscribe and pay for, or to procure subscribers to subscribe and pay for, the Bonds to be issued by the Issuer and guaranteed by the Company in a principal amount of U.S.\$290,000,000 on the terms and subject to the conditions set out therein. The Bonds are convertible into Shares in the circumstances set out in the Conditions at an initial Conversion Price of HK\$2.9875 per Share (subject to adjustments). Assuming full conversion of the Bonds at the initial Conversion Price of HK\$2.9875 per Share and no further issue of Shares, the Bonds will be convertible into approximately 752,873,974 new Shares. (For more details, please refer to the announcements dated 03/06/2015 and 23/06/2015) AGM approval date: 23/04/2015 | |
| Ordinary shares (Note 1) N/A | 752,873,974 |
| 2. N/A (/ /) shares (Note 1) | |
| Total D. (Ordinary shares) N/A | |
| (Preference shares) N/A | |
| (Other class) N/A | |

| 0 | ther Movements in I | 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 |
| | - | | | | | | |
| | | | Class of shares issuable (Note 1) | | | | |
| 1. | Rights issue | At price : State currency | 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) | (/ / |) | | |
| | | | | | | N/A | N/A |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | | ·—— | | |
| 3. | Placing | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | N/A | N/A |
| | | | Class of shares issuable | | | | |
| | | | (Note 1) | | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / | | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | N/A | N/A |
| | | | | | | | |

| Class of shares issuable Class of shares C | | | | | | 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 |
|--|----|---|---------------------------------|-------|---|--|--|
| Scrip dividend | | Type of Issue | | | | | month |
| Class of shares N/A N/A | | | | | | | |
| Class of shares N/A N/A | 5. | Scrip dividend At price : State currency — | | (/ / |) | | |
| Class of shares Class of s | | | | (/ / |) | 27/4 | N// |
| Cancellation date : | | | | | | N/A | N/A |
| 6. Repurchase of shares Cancellation date : (/ /) | | | | | | | |
| Class of shares | 6. | | Cancellation date : | (/ / |) | | |
| Class of shares redeemed (Note 1) 7. Redemption of shares (/ /) shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A Class of shares (/ /) (dd/mm/yyyy) N/A N/A Class of shares issuable (/ /) (Note 1) Issue and allotment (/ /) (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: ((/ /)) | | | | (/ / |) | | |
| redeemed (Note 1) Redemption of shares Redemption date: (/ /) EGM approval date: (/ /) N/A N/A Class of shares issuable (/ /) Note 1) State (Note 1) State currency Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /) EGM approval date: (/ /) | | | | | | N/A | N/A |
| 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) | | | | | | | |
| Class of shares issuable | 7. | | | (/ / |) | | |
| 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) | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| 8. Consideration issue At price: State currency — Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | | | | | | N/A | N/A |
| date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | | | | | | | |
| (dd/mm/yyyy) | 8. | Consideration issue At price : State currency | | (/ / |) | | |
| <u>N/A</u> <u>N/A</u> | | | | (/ / |) | | |
| | | | | | | N/A | N/A |

| | Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of share issuer may issu pursi thereto close of | es of which be led uant as at of the |
|-----|--|---|--|--------|--|--|--|
| | | Class of shares issua | ble | | | | |
| | | (Note 1) | | | | | |
| 9. | Capital reorganisation | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | | |
| | | EGM approval date: | (/ / |) | | | |
| | | (dd/mm/yyyy) | | | N/A | <u> </u> | N/A |
| | | | | | | | |
| | | Class of shares issua (Note 1) | ble | | | | |
| 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 |
| | | Total E. | (Ordinary s (Preference s (Other | shares | N/A | - - - | |
| | | | | | | | |
| Т | otal increase / (decrease) in ordinary shares during th | e month (i.e. Total of A | to E): | (1 | .) | N/A | |
| | | | | (2 | 2) | N/A | |
| Т | otal increase / (decrease) in preference shares during | the month (i.e. Total of | A to E): | | | N/A | |
| Т | otal increase / (decrease) in other classes of shares du | uring the month (i.e. To | tal of A to E): | | | N/A | |
| (7 | These figures should be the same as the relevant figur | res under II above ("Mo | ovements in Is | ssued | Share Capita | l").) | |

| Submitted by: _ | Chan Wing Yan | _ |
|-----------------|---|--------------|
| Title: C | Company Secretary | |
| (Director | , Secretary or other duly authorised officer) | - |
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| | | |
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If there is insufficient space, please append the prescribed continuation sheet.

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