# **日KEX**香港交易所

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

For the month ended (dd/mm/yyyy) : <u>30/04/2018</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Merchants Land Limited		
Date Submitted	03/05/2018		

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : <u>978</u> D	escription :	ion : CHI MER LAND			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of preceding mont	th <u>30,000,000,000</u>	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 : <u>N/A</u> D	escription :	N/A	A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding mont	th				
Increase/(decrease)		_			
Balance at close of the month					

#### 2. Preference Shares

Stock code :	ock code : <u>N/A</u> Descript		otion :	N/A	<u> </u>
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding n	nonth			
Increase/(decrease)					
Balance at close of	the month				

## 3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip		Description :	N/A	A
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding	month		
Increase/(decrease)			_	
Balance at close of t	he month			

Total authorised share capital at the end of the month (*HK\$*): 300,000,000.00

## II. Movements in Issued Share Capital

	No. of ordin	nary 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

Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares		Movement duri	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		
issuable	Granted	Exercised	Cancelled	Lapsed		month
<u>1. N/A</u>				ł		
( / / ) shares						
(Note 1)						
2.						
( / / ) shares						
(Note 1)						
3.						
( / / ) shares						
(Note 1)					NT/A	
		Te	otal A. (Ordin		<u>N/A</u> N/A	
				nce shares) Other class)	N/A N/A	
Total funds raised dur options (HK\$)	ing the month	from exercise of		N/A		

Share Options (under Share Option Schemes of the Issuer)

Warrants to Issue Shares of the Iss	suer which are t	o be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal va close o preceding	of du	xercised uring 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
<u>1. N/A</u>	-						
	-						
( / / ) Stock code (if listed) Class of shares issuable (Note 1) 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) <u>3.</u>	( / /	)					
·	-						
( / / ) 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)							
Class of shares issuable ( <i>Note 1</i> )							
EGM approval date (if applicable) (dd/mm/yyyy)		)					
			TT ( 1 T	(O 1'	• • • • • • • • • • • • • • • • • •	NT / A	
			Total B.		nary shares) ence shares)		-
					Other class)		-

Convertibles (i.e. Convertible in	nto Shares of the I	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 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 (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy))	( / / )					
2.						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
	( / / )					
3.						
					·	
Stock code (if listed)						
Class of shares						
issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4.						
$(4 + 2)^{-1} + (2 + 2)^{-1}$						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )			1 \	<b>NT/A</b>	
			Total C. (Ordin	nary shares)	N/A N/A	-
				Other class)		-
			(			-

than under Share Option Schemes)		
	No. of new shares of	No. of new shares of
	issuer issued during	issuer which may be
	the month pursuant thereto	issued pursuant thereto
Full particulars including AGM approval date (dd/mm/yyyy),	thereto	as at close of the month
if applicable, and class of shares issuable:		
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.	_	
The Conversion Price of the Bonds at HK\$2.9875 per Share has		
been adjusted to HK\$2.8800 per Share with effect form 10 May		
2017 pursuant to the terms and conditions of the Bonds. The Bonds		
entitle the holders of the Bonds to convert into 780,976,041 Shares		
after the said adjustment.		
(For more details, please refer to the announcements dated		
03/06/2015, 23/06/2015 and 20/06/2017)		
AGM approval date : 23/04/2015	_	
Ordinary shares (Note 1)	N/A	780,976,041
2. N/A		
	_	
	]	
shares (Note 1)		
Total D. (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)

f shares of ed issuer which e may be issued	No. of new shares of issuer issued during the month pursuant thereto				Issued Share Capital	Type of Issue	Oth
				Class of shares issuable			
				(Note 1)			
		/ )	( / /	Issue and allotment date : (dd/mm/yyyy)	At price : State	Rights issue	1.
		/ )	( / /	EGM approval date: (dd/mm/yyyy)			
<u>N/A</u>	<u>N/A</u>						
				Class of shares issuable			
		/ )	( / /	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	At price : State	Open offer	2.
<b>N</b> 7/4	<b>N</b> 7/4	/ )	( / /	EGM approval date: (dd/mm/yyyy)			
<u>N/A</u>	<u>N/A</u>						
				Class of shares issuable ( <i>Note 1</i> )			
		/ )	( / /	Issue and allotment date : (dd/mm/yyyy)	At price : State	Placing	3.
		/ )	( / /	EGM approval date: (dd/mm/yyyy)			
<u>N/A</u>	<u>N/A</u>						
				Class of shares issuable ( <i>Note 1</i> )			
		/ )	( / /	Issue and allotment date : (dd/mm/yyyy)		Bonus issue	4.
N/A	N/A	/ )	( / /	EGM approval date: (dd/mm/yyyy)			
·	<u>N/A</u>	. )	< ' '				

	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				
5.	Scrip dividend At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	NT/ A	NT/ A
					<u>N/A</u>	<u>N/A</u>
		Class of shares repurchased ( <i>Note 1</i> )				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
		Class of shares redeemed ( <i>Note 1</i> )				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
		Class of shares issuable ( <i>Note 1</i> )				
8.	Consideration issue At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
					11/22	

	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 issuabl ( <i>Note 1</i> )	le		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )	<b>N</b> 7(1)	
					<u>N/A</u>	N/A
			Class of shares issuabl ( <i>Note 1</i> )	le		
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
				(Ordinary share Preference share (Other clas	s) N/A	

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):		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):

Submitted by: Lau Jeanie
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.