

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/1/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Greentown China Holdings Limited.	
Date Submitted	3/2/2012	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>03900</u> Descrip	otion : Ordinary	shares	
	No. of ordinary shares	Par value ( <i>HK\$</i> )	Authorised share capital (HK\$)
Balance at close of preceding month	10,000,000,000	0.10	1,000,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	10,000,000,000	0.10	1,000,000,000
(2) Stock code : <u>N/A</u> Descrip	ption :		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

### 2. Preference Shares

Stock code :	N/A	Descri	ption :		
			No. of preference shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close	of preceding 1	month			
Increase/(decreas	se)				
Balance at close	of the month				

## 3. Other Classes of Shares

Stock code :	N/A	Descrip	tion :		
			No. of other classes of shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of	f preceding	g month			
Increase/(decrease	2)				
Balance at close of	f the month	1			

Total authorised share capital at the end of the month (HK\$): 1,000,000,000

# II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,640,022,897	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	Nil	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	1,640,022,897	<u>N/A</u>	N/A	<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		Movement duri	ng the month	No. of new shares of issuer issued during the month pursuant thereto		
(dd/mm/yyyy) and class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option						
scheme dated						
22/06/2006						
Ordinary abarras	Nil	Nil	Nil	32,000	Nil	89,549,000
Ordinary shares (Note 1)	INII		INII	52,000	INII	89,349,000
(Ivole I)						
2. N/A						
( / / )						
shares						
(Note 1)						
2 NI/A						
3. N/A						
<u> </u>						
shares						
(Note 1)						
		To	otal A. (Ordin	ary shares)	N/A	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Cotal funds raised durin	ng the month f	rom exercise of				
options (HK\$)				N/A		

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of Nominal value at nominal close of value 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
( / / ) 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 (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
4. N/A					
Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>	L	- - -

Convertibles (i.e. Conv	vertible	e into Shares o	of the Issuer which	are to be Listed)			
Class and description		Currency of amount outstanding	Amount at close of preceding month	Repurchased 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. RMB Denominated US							
Dollar Settled Zero Cou	pon						
Convertible Bonds Due	2012						
		RMB	179,600,000	Nil	179,600,000	Nil	8,381,474
Stock code (if listed)	N/A						
Class of shares	Ordin	om Chanas					
issuable ( <i>Note 1</i> ) Subscription price		hary Shares 21.47 (as adju	sted)				
EGM approval date	1113.02	21.47 (as auju	(sted)				
(if applicable)							
(dd/mm/yyyy))	N/A						
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							
Ctoplands (if listed)		. <u> </u>					
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		( / / )	)				
4. IN/A							
Stock code (if listed)							
Class of shares							
issuable (Note 1)							
Subscription price							
EGM approval date							
(if applicable) (dd/mm/yyyy)		( / / )	)				
(((()))))))))))))))))))))))))))))))))))		( ' ' )	,	Total C. (Ordinary sl	hares) N/A		
				(Preference sl			
				(Other	class) N/A		

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		
shares (Note 1)		
2. N/A		
shares (Note 1)		
3. N/A		
shares (Note 1)		
	1	
Total D. (Ordinary shares)	N/A	
	N/A N/A	
(Preference shares)		
(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)

	Type of Issue	sued Share Capital				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	N/A			
			(Note 1)				
1.	Rights issue	At price : State	_ Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable	N/A			
			(Note 1)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable	N/A			
3.	Placing	At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )	_N/A			
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue	F	For Main	Boar	d and GEM listed No. of new shares of issuer issued during the month pursuant thereto	issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
		Class of shares issuable ( <i>Note 1</i> )	_N/A			
5.	Scrip dividend At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
			_N/A			
6.	Repurchase of	repurchased ( <i>Note 1</i> ) Cancellation date : (dd/mm/yyyy)	( / /	)		
	shares	EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares redeemed ( <i>Note 1</i> )	_N/A			
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares issuable ( <i>Note 1</i> )	_N/A			
8.	Consideration issue At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		

			]	For Main Bo	oard 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
			Class of shares issuable (Note 1)	N/A		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)	
			EGM approval date: (dd/mm/yyyy)	( / /	)	
			Class of shares issuable (Note 1)	_N/A	-	
10.	Other (Please specify)	At price : State	— Issue and allotment date : (dd/mm/yyyy)	( / /	)	
			EGM approval date: (dd/mm/yyyy)	( / /	)	
				Ordinary sha reference sha (Other c		

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:	_SIMON FUNG		
Sublitted by:			
	~ ~		
Title:	Company Secretary		
(Director, Sec	cretary 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.*