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

**For the month ended (dd/mm/yyyy) :**   <u>31/01/2016</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer          <u>Hengan International Group Company Limited</u>

Date Submitted          <u>2 February 2016</u>

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :   <u>1044</u>      Description :   _____

|  | No. of ordinary shares | Par value *(State currency)* | Authorised share capital *(State currency)* |
|---|---|---|---|
| Balance at close of preceding month | 3,000,000,000 | HK$0.1 | HK$300,000,000 |
| Increase/(decrease) | 0 |  | 0 |
| Balance at close of the month | 3,000,000,000 | HK$0.1 | HK$300,000,000 |

(2) Stock code :   _____      Description :   _____

|  | No. of ordinary shares | Par value *(State currency)* | Authorised share capital *(State currency)* |
|---|---|---|---|
| Balance at close of preceding month |  |  |  |
| Increase/(decrease) |  |  |  |
| Balance at close of the month |  |  |  |

2. Preference Shares

| Stock code : | Description : | | |
|---|---|---|---|
| | No. of preference shares | Par value *(State 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 : | Description : | | |
|---|---|---|---|
| | No. of other classes of shares | Par value *(State 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 end of the month *(State currency)* :  HK$300,000,000

## 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 | **1,218,094,221** | | | |
| Increase/ (decrease) during the month | **(3,395,500)** | | | |
| Balance at close of the month | **1,214,698,721** | | | |

## 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. share option scheme approved in the AGM on ( 26 / 5 / 2011 ) ordinary shares *(Note 1)* | 0 | 0 | 0 | 0 | 0 | 19,577,500 |
| 2. ( / / ) shares *(Note 1)* | | | | | | |
| 3. ( / / ) shares *(Note 1)* | | | | | | |

| | | |
|---|---|---|
| Total A. (Ordinary shares) | | |
| (Preference shares) | | |
| (Other class) | | |

Total funds raised during the month from exercise of options (State currency)

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

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | 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. _____ <br> _____ <br> _____ <br> (  /  /    ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) ____ (  /  /    ) ____ | | | | | | |
| 2. _____ <br> _____ <br> _____ <br> (  /  /    ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) ____ (  /  /    ) ____ | | | | | | |
| 3. _____ <br> _____ <br> _____ <br> (  /  /    ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) ____ (  /  /    ) ____ | | | | | | |
| 4. _____ <br> _____ <br> _____ <br> (  /  /    ) <br> Stock code (if listed) _____ <br> Class of shares issuable *(Note 1)* _____ <br> Subscription price _____ <br> EGM approval date (if applicable) (dd/mm/yyyy) ____ (  /  /    ) ____ | | | | | | |

Total B.　(Ordinary shares) _____

(Preference shares) _____

(Other class) _____

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. _____ <br> _____ <br> _____ | HK$ | | | | | |
|    Stock code (if listed) _____ <br>    Class of shares issuable *(Note 1)* _____ <br>    Subscription price _____ <br>    AGM approval date (if applicable) (dd/mm/yyyy)) _____ | | | | | | |
| 2. _____ <br> _____ <br> _____ | | | | | | |
|    Stock code (if listed) _____ <br>    Class of shares issuable *(Note 1)* _____ <br>    Subscription price _____ <br>    EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) | | | | | | |
| 3. _____ <br> _____ <br> _____ | | | | | | |
|    Stock code (if listed) _____ <br>    Class of shares issuable *(Note 1)* _____ <br>    Subscription price _____ <br>    EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) | | | | | | |
| 4. _____ <br> _____ <br> _____ | | | | | | |
|    Stock code (if listed) _____ <br>    Class of shares issuable *(Note 1)* _____ <br>    Subscription price _____ <br>    EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) | | | | | | |

Total C.  (Ordinary shares) 0 _____
(Preference shares) _____
(Other class) _____

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. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares *(Note 1)* | | |
| 2. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares *(Note 1)* | | |
| 3. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares *(Note 1)* | | |
| Total D.    (Ordinary shares) | | |
| (Preference shares) | | |
| (Other class) | | |

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 ——— *(Note 1)*<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| 2. Open offer | At price : State currency ——— | Class of shares issuable ——— *(Note 1)*<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| 3. Placing | At price : State currency ——— | Class of shares issuable ——— *(Note 1)*<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| 4. Bonus issue | | Class of shares issuable ——— *(Note 1)*<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | | |

| 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 *(Note 1)* ——— | | |
| | | Issue and allotment date : (dd/mm/yyyy) | ( / / ) | |
| | | EGM approval date: (dd/mm/yyyy) | ( / / ) | |
| 6. Repurchase of shares | | Class of shares repurchased *(Note 1)* | ordinary ordinary | |
| | | Cancellation date : (dd/mm/yyyy) | 28/01/2016 | (3,395,500) |
| | | AGM approval date: (dd/mm/yyyy) | (19/05/2015) | |
| 7. Redemption of shares | | Class of shares redeemed *(Note 1)* ——— | | |
| | | Redemption date : (dd/mm/yyyy) | ( / / ) | |
| | | EGM approval date: (dd/mm/yyyy) | ( / / ) | |
| 8. Consideration issue | At price : | State currency ——— | | |
| | | Class of shares issuable *(Note 1)* ——— | | |
| | | Issue and allotment date : (dd/mm/yyyy) | ( / / ) | |
| | | EGM approval date: (dd/mm/yyyy) | ( / / ) | |

| 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 _____ *(Note 1)* | | |
| | | Issue and allotment date : (dd/mm/yyyy) ( / / ) | | |
| | | EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| | | | _____ | _____ |
| 10. Other (Please specify) | At price : State currency _____ | Class of shares issuable _____ *(Note 1)* | | |
| | | Issue and allotment date : (dd/mm/yyyy) ( / / ) | | |
| | | EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| | | | _____ | _____ |
| | | Total E. (Ordinary shares) (3,395,500) (Preference shares) _____ (Other class) _____ | | |

| | | |
|---|---|---|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | (3,395,500) |
| | (2) | - |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | - |
| 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").)*

Remarks (if any):

_____
_____
_____
_____
_____
_____
_____
_____
_____
_____
_____

Submitted by:　Loo Hong Shing Vincent

Title: _____
Director
(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.*