

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Hua Lien International (Holding) Company Limited

Date Submitted 3 April 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 969 Description : HUA LIEN INT'L

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>6,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$600,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>6,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$600,000,000</u>

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

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

2. Preference Shares

Stock code : <u> N/A </u> Description : _____			
	No. of preference shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code : <u> N/A </u> Description : _____			
	No. of other classes of shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
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\$600,000,000

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	<u>2,191,180,000</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>2,191,180,000</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. Share Option Scheme						
(20 /09/ 2007)						
Ordinary shares	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
(Note 1)						
2. N/A						
(/ /)						
shares						
(Note 1)						
3. N/A						
(/ /)						
shares						
(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>N/A</u>		

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. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
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						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
4. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
Total B. (Ordinary shares)					Nil	
(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. Redeemable Tranche 1						
<u>Convertible Note – Principal</u>						
<u>Amount HK\$366,600,000</u>						
	HK\$	HK\$227,100,000	Nil	HK\$227,100,000	Nil	378,500,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary shares					
Subscription price	HK\$0.60 per conversion share					
EGM approval date (if applicable) (dd/mm/yyyy)	(20/02/2009) (17/01/2014)					
2. Redeemable Tranche 2						
<u>Convertible Note – Principal</u>						
<u>Amount HK\$306,600,000</u>						
	HK\$	HK\$306,600,000	Nil	HK\$306,600,000	Nil	511,000,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary shares					
Subscription price	HK\$0.60 per conversion share					
EGM approval date (if applicable) (dd/mm/yyyy)	(20/02/2009) (17/01/2014)					
3. Redeemable						
<u>Convertible Notes - Principal</u>						
<u>Amount HK\$45,750,000</u>						
	HK\$	HK\$45,750,000	Nil	HK\$45,750,000	Nil	76,250,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary shares					
Subscription price	HK\$0.60 per conversion share					
EGM approval date (if applicable) (dd/mm/yyyy)	(under the general mandate granted to the directors at the AGM held on 1 June 2012)					
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)		Nil	
			(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. See Remarks (1) on page 10 <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1)		See Remarks
2. See Remarks (2) (a) and (2) (b) on page 10 <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1)		See Remarks
3. See Remarks (3) (a) and (3) (b) on page 10 <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1)		See Remarks
4. <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1)		
<div style="text-align: right;">Total D. (Ordinary shares)</div>	Nil	
<div style="text-align: right;">(Preference shares)</div>	N/A	
<div style="text-align: right;">(Other class)</div>	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 (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) <u> N/A </u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4.	Bonus issue		Class of shares issuable (Note 1) <u> N/A </u> 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
5. Scrip dividend	At price : State currency _____	Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
6. Repurchase of shares		Class of shares repurchased (Note 1) <u>N/A</u> Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
7. Redemption of shares		Class of shares redeemed (Note 1) <u>N/A</u> Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
8. Consideration issue	At price : State currency _____	Class of shares issuable (Note 1) <u>N/A</u> 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 <i>(Note 1)</i>	<u>N/A</u>	
	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 <i>(Note 1)</i>	<u>N/A</u>	
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)	(/ /)	
		Total E. (Ordinary shares)	<u>Nil</u>
		(Preference shares)	<u>N/A</u>
		(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>

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):

(1) A maximum of 520,000,000 Conversion Shares (upon full conversion of possibly be issued Convertible Notes) may possibly be issued in relation to a memorandum of understanding signed on 31 January 2010 and agreements signed on 22 October 2010. Conversion Price of the possible issue of Shares is HK\$0.6.

(2) (a) On 18 July 2016, the Company entered into a Subscription Agreement with the Subscriber pursuant to which the Subscriber has conditionally agreed to subscribe for and the Company has conditionally agreed to allot and issue 3,700,000,000 Subscription Shares at the Subscription Price of HK\$0.16 per Subscription Share. The issue of Subscription Shares is subject to independent shareholders' approval at the forthcoming extraordinary general meeting. For details, please refer to the Company's announcements dated 21 July 2016, 10 August 2016, 15 September 2016, 31 October 2016, 1 December 2016 and 16 December 2016; and

(b) Please refer to the Company announcement dated 3 March 2017, the Company announced that the Company is considering matters in relation to the lapse of the Subscription Agreement.

(3) (a) On 18 July 2016, the Company entered into a Placing Agreement with the Placing Agent pursuant to which the Placing Agent has conditionally agreed, on a fully underwritten basis, to procure not less than six Placées to subscribe for 800,000,000 Placing Shares at the Placing Price of HK\$0.16 per Placing Share. The issue of Placing Shares is subject to independent shareholders' approval at the forthcoming extraordinary general meeting. For details, please refer to the Company's announcements dated 21 July 2016, 10 August 2016, 15 September 2016, 31 October 2016, 1 December 2016 and 16 December 2016; and

(b) Please refer to the Company announcement dated 3 March 2017, the Company announced that the Company is considering matters in relation to the lapse of the Placing Agreement.

Submitted by: Wan Hok Shing

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.