

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/01/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Media and Films Holdings Limited
Date Submitted	05/02/2014

I. Movements in Authorised Share Capital

1.	Ordinary	Shares
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(1) Stock code : <u>8172</u> Descr	iption : <u>C MED</u>	ption : <u>C MEDIA&FILMS</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	3,000,000,000	HK\$0.01	HK\$30,000,000	
Increase/(decrease)				
Balance at close of the month	3,000,000,000	<u>HK\$0.01</u>	HK\$30,000,000	
(2) Stock code : <u>N/A</u> Descr	iption :			
	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 :	N/A	Description :		
		No. of preferen shares	Par value ce (State currency)	Authorised share capital (State currency)
Balance at close	of precedin	ng month		
Increase/(decreas	se)			
Balance at close	of the mon	th		

3. Other Classes of Shares

Stock code : <u>N</u>	N/A	Descript	tion :		
			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 (StateHK\$30,000,000currency) :

II. Movements in Issued Share Capital

	No. of or	dinary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	505,649,726	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>		
Increase/ (decrease) during the month	0	N/A	<u>N/A</u>	<u>N/A</u>		
Balance at close of the month	505,649,726	<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					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement du	ring the month		thereto	as at close of the month
(dd/mm/yyyy) and -			0		_	
class of shares		T · 1	C 11 1	T 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1. N/A</u>						
shares						
(Note 1)						
(Note 1)						
2. N/A						
<u>2.1\/A</u>						
shares						
					. <u> </u>	
(Note 1)						
3. N/A						
<u>3. IN/A</u>						
shares						
(Note 1)						
			Total A. (Ord			
			•	rence shares)		
				(Other class)	IN/A	
Total funds raised du		trom exercise of				
options (State current	:y)		HK\$0			

Description of warrants (Date of expiry - dd/mm/yyyy)	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
1. N/A					
	·				
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)	(/ /)				
(/ /)					
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 (<i>Note 1</i>)					
Subscription price					
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A	· · · · · · · · · · · · · · · · · · ·				
Class of shares					
issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefere	nary shares) <u>0</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

For Main Board and GEM listed issuers Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer which may be issuer issued issued pursuant during the thereto as at month Currency of Amount at close Converted Amount at pursuant close of the amount of preceding during the close of the thereto month Class and description outstanding month month month 1. Convertible loan note 6,200,000 6,200,000 12,731,006 HKD _ -Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$0.487 EGM approval date (if applicable) (12/08/2008)(dd/mm/yyyy)) (23/10/2013) 2. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) <u>3.</u> 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 C. (Ordinary shares) 0 (Preference shares) $\overline{N/A}$ (Other class) $\overline{N/A}$

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	mereto	as at close of the month
1. <u>N/A</u>		
	-	
2. N/A		
2. IVA		
(/ / _)	-	
shares (Note 1)	-	
3. <u>N/A</u>		
	-	
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)	0	
(Preference shares) (Other class)	N/A N/A	
(other class)	11/21	

					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
	Type of Issue					the month
			Class of shares sisuable (<i>Note 1</i>)			
1.	Rights issue	At price : State	Issue and allotment (date : (dd/mm/yyyy)	(//)		
			EGM approval date: ((dd/mm/yyyy)	(//)		
					<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)			
2.	Open offer	At price : State		(//)		
			EGM approval date: (dd/mm/yyyy)	(//)		
					<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)			
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(//)		
			SGM approval date: (dd/mm/yyyy)	(/ /)		
					<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)			
4.	Bonus issue		Issue and allotment (date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: ((dd/mm/yyyy)	(//)		
					<u>N/A</u>	<u>N/A</u>

Other Movements in Issued Share Capital

			For Main Board 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
	Type of Issue							
		At arison State	Class of shares issuable (<i>Note 1</i>) Issue and allotment		. /)		
5.	Scrip dividend	At price : State currency	date : (dd/mm/yyyy)			,		
			EGM approval date: (dd/mm/yyyy)	(/	. /)	<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)	(/	/)	<u>N/A</u>	<u>N/A</u>
			Class of the					
			Class of shares issuable (<i>Note 1</i>)					
8.	Consideration issue	At price : State	date : (dd/mm/yyyy)		' /			
			EGM approval date: (dd/mm/yyyy)	(/	' /)	N/A	N/A

			F	or Main Bo	ard and	d GEM listed issue	ers
Type of Iss	116				(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 reorganisa			Class of share issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	es (/ / _) (/ / _)		<u>N/A</u>	<u>N/A</u>
10. Other (Please sp	ecify) At	price : State	Class of share issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
Total E. (Ordinary shares) 0 (Preference shares) N/A (Other class) N/A						-	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	_0	
	(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)):
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Submitted by: Leung Wai Man
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.*