



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/12/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China New Energy Power Group LimitedDate Submitted 2 January 2013**I. Movements in Authorised Share Capital****1. Ordinary Shares**

|                                     |                        |                        |                                 |
|-------------------------------------|------------------------|------------------------|---------------------------------|
| (1) Stock code :                    | <u>1041</u>            | Description :          | <u>Ordinary Shares</u>          |
|                                     |                        | No. of ordinary shares | Par value (US\$)                |
|                                     |                        |                        | Authorised share capital (US\$) |
| Balance at close of preceding month | <u>100,000,000,000</u> | <u>0.001</u>           | <u>100,000,000</u>              |
| Increase/(decrease)                 | <u>-</u>               |                        | <u>-</u>                        |
| Balance at close of the month       | <u>100,000,000,000</u> | <u>0.001</u>           | <u>100,000,000</u>              |

|                                     |            |                        |   |
|-------------------------------------|------------|------------------------|---|
| (2) Stock code :                    | <u>N/A</u> | Description :          | <u>N/A</u>                                |
|                                     |            | No. of ordinary shares | Par value (State currency)                |
|                                     |            |                        | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u>    | <u></u>                | <u></u>                                   |
| Increase/(decrease)                 | <u></u>    |                        | <u></u>                                   |
| Balance at close of the month       | <u></u>    | <u></u>                | <u></u>                                   |

## 2. Preference Shares

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

## 3. Other Classes of Shares

|                                     |            |                                |                               |  |
|-------------------------------------|------------|--------------------------------|-------------------------------|--|
| Stock code :                        | <u>N/A</u> | Description :                  | <u>N/A</u>                    |  |
|                                     |            | No. of other classes of shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
| Balance at close of preceding month |            | <u>                    </u>    | <u>                    </u>   | <u>                    </u>                  |
| Increase/(decrease)                 |            | <u>                    </u>    |                               | <u>                    </u>                  |
| Balance at close of the month       |            | <u>                    </u>    | <u>                    </u>   | <u>                    </u>                  |

Total authorised share capital at the end of the month (US\$) : 100,000,000

## 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>1,906,073,250</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>0</u>               | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>1,906,073,250</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 | Adjusted |  |   |
| 1. Share Option Scheme   |                           |           |                   |          |  |   |
| Adopted on   |                           |           |                   |          |  |   |
| ( 25/ 5/2012 )   |                           |           |                   |          |  |   |
| Ordinary shares  | -                         | -         | -                 | -        | -  | -   |
| 2. N/A   |                           |           |                   |          |  |   |
| ( / / )  |                           |           |                   |          |  |   |
| shares   |                           |           |                   |          |  |   |
| 3. N/A   |                           |           |                   |          |  |   |
| ( / / )  |                           |           |                   |          |  |   |
| shares   |                           |           |                   |          |  |   |
| Total A. (Ordinary shares)   |                           |           |                   |          | N/A  |   |
| (Preference shares)  |                           |           |                   |          | N/A  |   |
| (Other class)  |                           |           |                   |          | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                   |          | N/A  |   |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>unit value | Unit value at close<br>of preceding<br>month | Exercised<br>during the<br>month | Unit value at<br>close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------|--|----------------------------------|--|--|---|
| 1. N/A   |                           |  |                                  |  |  |   |
| ( / / )  |                           |  |                                  |  |  |   |
| Stock code (if listed)                                   |                           |  |                                  |  |  |   |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                           |  |                                  |  |  |   |
| Subscription price                                       |                           |  |                                  |  |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                           |  |                                  |  |  |   |
| 2. N/A   |                           |  |                                  |  |  |   |
| ( / / )  |                           |  |                                  |  |  |   |
| Stock code (if listed)                                   |                           |  |                                  |  |  |   |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                           |  |                                  |  |  |   |
| Subscription price                                       |                           |  |                                  |  |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                           | ( / / )                                      |                                  |  |  |   |
| 3. N/A   |                           |  |                                  |  |  |   |
| ( / / )  |                           |  |                                  |  |  |   |
| Stock code (if listed)                                   |                           |  |                                  |  |  |   |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                           |  |                                  |  |  |   |
| Subscription price                                       |                           |  |                                  |  |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                           | ( / / )                                      |                                  |  |  |   |
| 4. N/A   |                           |  |                                  |  |  |   |
| ( / / )  |                           |  |                                  |  |  |   |
| Stock code (if listed)                                   |                           |  |                                  |  |  |   |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                           |  |                                  |  |  |   |
| Subscription price                                       |                           |  |                                  |  |  |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                           | ( / / )                                      |                                  |  |  |   |
| Total B. (Ordinary shares)                               |                           |  |                                  |  | N/A  |   |
| (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 |
|---|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| <u>1. Zero coupon convertible notes due on 28 December 2012</u> | HK\$                           | 90,000,000                         | 0                          | 0*                           | 0  | 0*  |
| Stock code (if listed)  | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                      | Ordinary shares                |                                    |                            |                              |  |   |
| Subscription price  | HK\$0.321                      |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                  | ( 16 / 10 / 2009)              |                                    |                            |                              |  |   |
| <u>2. Zero coupon convertible notes due on 28 November 2015</u> | HK\$                           | 120,000,000                        | 0                          | 120,000,000                  | 0  | 1,000,000,000   |
| Stock code (if listed)  | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                      | Ordinary shares                |                                    |                            |                              |  |   |
| Subscription price  | HK\$0.12                       |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                  | ( 11 / 10 / 2012)              |                                    |                            |                              |  |   |
| <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)                  |                                |                                    |                            |                              |  |   |
| <u>4.</u>   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)  |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                      |                                |                                    |                            |                              |  |   |
| Subscription price  |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                  |                                |                                    |                            |                              |  |   |

\*The convertible notes in the aggregate principle amount of HK\$90,000,000 were early redeemed on 5 December 2012.

|                            |            |
|----------------------------|------------|
| Total C. (Ordinary shares) | <u>N/A</u> |
| (Preference shares)        | <u>N/A</u> |
| (Other class)              | <u>N/A</u> |

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

## Other Movements in Issued Share Capital

| Other Movements in Issued 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 |            |            |
|---|--------------|---------------------------------|--|--|---|------------|------------|
| Type of Issue                           |              |                                 |  |  |   |            |            |
| 1.                                      | Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )                      | EGM approval date: (dd/mm/yyyy) ( / / )   | <u>N/A</u> | <u>N/A</u> |
| 2.                                      | Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )                      | EGM approval date: (dd/mm/yyyy) ( / / )   | <u>N/A</u> | <u>N/A</u> |
| 3.                                      | Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )                      | EGM approval date: (dd/mm/yyyy) ( / / )   | <u>N/A</u> | <u>N/A</u> |
| 4.                                      | Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )                      | EGM approval date: (dd/mm/yyyy) ( / / )   | <u>N/A</u> | <u>N/A</u> |

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



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 thereto as at close of the month |
|----------------------------|--|--|--|
| 9. Capital reorganisation  | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>SGM approval date: (dd/mm/yyyy)                                    | ( / / )<br>( / / )   | <u>N/A</u> <u>N/A</u>  |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )   | <u>N/A</u> <u>N/A</u>  |
|                            |  | Total E. (Ordinary shares)   | <u>N/A</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>N/A</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> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |            |

Remarks (if any):

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Submitted by: Catherine Chen

Title: Director

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*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.*