

For the month ended (dd/mm/yyyy):

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited					
	Ning Company Limited recember 2016				
I. Movements in Authorised Share	Capital				
1. Ordinary Shares					
(1) Stock code : <u>2331</u> De	escription: Ordinary	shares			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of preceding month	h10,000,000,000	0.10	1,000,000,000.00		
Increase/(decrease)	0		0		
Balance at close of the month	10,000,000,000	0.10	1,000,000,000.00		
(2) Stock code :	escription :				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	h				
Increase/(decrease)					
Balance at close of the month					

30/11/2016

2. Preference Shares			
Stock code : Descri	iption:		
	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 :Descri	ption:		
	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 (HK\$)	: 1,000,0	000,000.00

II. Movements in Issued Share Capital

	No. of ordina	ry shares	No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,944,312,089	N/A	N/A	N/A	
Increase/ (decrease) during the month	0	N/A	N/A	N/A	
Balance at close of the month	1,944,312,089	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM	N	Movement durin	No. of new shares of issuer issued during the	No. of new shares of issuer which may be issued		
approval date (dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed	month pursuant thereto	pursuant thereto as at close of the month
1. Post-IPO Share Option	Grance	Zacreisea	Cuncented	Баряса		month
Scheme						
(adopted on 05/06/2004 & amended on 15/05/2009 & 11/10/2012)						
Ordinary shares						
1.1 Exercise price: HK\$8.25	0	0	0	0	0	1,489,765
1.2 Exercise price: HK\$4.47	0	0	0	0	0	5,685,446
1.3 Exercise price: HK\$4.60	0	0	0	0	0	1,806,446
1.4 Exercise price: HK\$6.16	0	0	0	0	0	301,753
1.5 Exercise price: HK\$6.35	0	0	0	0	0	4,819,133
1.6 Exercise price: HK\$4.63	0	0	0	0	0	203,358
2. Share Option Scheme (adopted on 30/05/2014) Ordinary shares 2.1 Exercise price:	0	0	0	333,333	0	25 200 000
HK\$4.44				333,333		25,300,000
2.2 Exercise price: HK\$3.30	0	0	0	0	0	3,000,000
(Note 1)		Tot	al A. (Ordin	arv charac)	0	
		101		ence shares)		
			`	Other class)		
Total funds raised during the roof options (HKD)	month from ex	xercise	0			

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

Description of warrants	der which are to be Eisted			No. of new	No. of new
(Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of	Exercised during the	Nominal value at close of the	shares of issuer issued	shares of issuer which may be issued pursuant thereto as at close of the month
1.	value preceding month	month	month		
1.					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)				/	
(dd/mm/yyyy)	(/ /)				
2.		/			
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 4.	(/ /)				
<u></u>	/				
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	B. (Ordin	ary shares) nce shares)		
		(1)	Other class)		

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 issued issuer which during the may be month issued pursuant pursuant thereto thereto as at Currency of Amount at close Converted close of the amount of preceding during the Amount at close month Class and description outstanding month month of the month 1. Convertible Bonds Due 8 February 2017 **RMB** 561,000,000 561,000,000 0 168,629,032 Principal Amount: RMB750,000,000 Stock code (if listed) Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$4.092 EGM approval date (if applicable) (dd/mm/yyyy)) 2. Convertible Securities in the principal amount of HK\$ 526,681,102.602 526,681,102.602 165,466,887 HK\$1,847,838,349 issued on 22 April 2013 Stock code (if listed) Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$3.183 EGM approval date (if applicable) (dd/mm/yyyy) 3. Convertible Securities in the principal amount of HK\$ 381,738,689.80 0 381,738,689.80 0 146,822,573 HK\$381,891,889.60 issued on 2 February 2015 Stock code (if listed) Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$2.60 EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) N/A N/A (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		
shares (Note 1)		
2		
shares (Note 1)		
3.		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Otl	ner Movements in Issu	ıed 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
	13500 01 15500					
			Class of shares issuable (Note 1)			
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)			
			,			
			Class of shares issuable (Note 1)			
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
					-	
2	Di .					
3.	Placing		Class of shares issuable (Note 1)			
		At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)			
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

					No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	Type of Issue				/_	month
		Class of shares issuable (Note 1)				
5.	Scrip dividend At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)/	/	
		EGM approval date: (dd/mm/yyyy)		/)		
		Class of shares repurchased (Note 1)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (Note 1)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : State currency	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 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)
	Class of shares issuable(Note 1)
10. Other (Please specify) At price : State currency	— Issue and allotment date : (dd/mm/yyyy)
	EGM approval date: (/ /) (dd/mm/yyyy)
	Total E. (Ordinary shares)
	(Preference shares)(Other class)

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 Is.	sued Sho	are Capital").)

Remarks (II any):
Submitted by: Tai Kar Lei
Title: Company Secretary
(Director, Secretary or other duly authorised officer)

State the class of shares (e.g. ordinary, preference or other).

If there is insufficient space, please append the prescribed continuation sheet.

Notes:

1.

2.