

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/y	yyyy): <u>30</u>	November 20	15			
To: Hong Kong Exchanges and G	Clearing Limi	ted				
Name of Issuer NagaC	Corp Ltd.					
Date Submitted 1 Dec	ember 2015					
I. Movements in Authorised Share Capital						
1. Ordinary Shares						
(1) Stock code : 3918	Description:		Ordinary	Shares		
	No.	of ordinary shares	Par value (US\$)	Authorised share capital (US\$)		
Balance at close of preceding mo	onth 8,0	00,000,000	0.0125	100,000,000.00		
Increase/(decrease)		Nil		Nil		
Balance at close of the month	8,0	00,000,000	0.0125	100,000,000.00		
(2) Stock code :	Description:					
	No.	of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding mo	onth					
Increase/(decrease)						
Balance at close of the month						

Stock code :Descr	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 :Descr	iption:		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No. of preference	No. of other classes		
	(1)	(2)	shares	shares		
Balance at close of preceding month	2,282,078,875	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil		
Balance at close of the month	2,282,078,875	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer) (Not Ap	oplicable)		
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 duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and — class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.	Granca	Exercised	Cancentea	Бироса		
·						
·						
(/ /)						
shares						
(Note 1)			·			-
(1,000 1)						
2.						
(/ /)						
shares						
(Note 1)						
(,						
3.						
(/ /)						
shares						
(<i>Note 1</i>)						
,		To	otal A. (Ordin	ary shares)		
			(Prefere	nce shares)		
			. ((Other class)		
Total funds raised du	ring the month	n from exercise o		,		
options (State current						

Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal	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.	-					
	_					
(/ /)		<u> </u>				-
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 (<i>Note 1</i>)						
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)						
4)				
4.	=					
	- 					_
(/ /) Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
		Total	B. (Ordi	nary shares)		
			(Prefero	ence shares)		_
			(Other class)		-

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) (Not Applicable) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month Stock code (if listed) Class of shares issuable (Note 1) Subscription price 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) (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price 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) (Other class)

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	No. of new shares of issuer which may be
Full particulars including EGM approval date (dd/mm/yyyy),	the month pursuant thereto	issued pursuant thereto as at close of the month
1. On 13 June 2011 and 28 December 2011, the Company entered into a Share Purchase Agreement and a Supplemental Agreement (collectively referred to as the "Acquisition Agreements") respectively with Tan Sri Dr. Chen Lip Keong to acquire the TanSriChen Inc. ("TSC Inc.") and Tan Sri Chen (CityWalk) Inc. ("City Walk Inc.") (collectively referred to as the "Target Companies", these companies are in the process of developing hotel, entertainment, retail and tourist garden facilities in Phnom Penh, Cambodia, adjacent to the Company's existing operations).		
divided as to US\$275,000,000 for TSC Inc. and US\$94,000,000 for City Walk Inc. The consideration will be settled, at the option of Dr. Chen, in the form of consideration shares (being new ordinary shares of the Company), to be allotted and issued at a price of HK\$1.8376 per consideration share; or in the form of convertible bonds issued by the Company and convertible at the option of the bondholder into conversion shares (being new ordinary shares in the Company), also to be allotted and issued at a conversion price of HK\$1.8376 per conversion share; or through a combination of consideration shares and convertible bonds, to an aggregate value of US\$369,000,000. Thus, the total number of new ordinary shares of the Company that stands to be allotted and issued as consideration shares or on exercise of the convertible bonds is 1,566,282,107 shares.		
The shares and/or convertible bonds themselves will not be issued until the respective completion applicable to each of the Target Companies, pursuant to the terms of the Acquisition Agreements.		
The transaction (including as regards the proposed allotment of new ordinary shares by the Company – as consideration shares and/or conversion shares) was approved by the independent shareholders at the Extraordinary General Meeting held on 30 January 2012.		
Please refer to the Company's announcements dated 13 June 2011, 22 June 2011, 19 August 2011, 4 October 2011, 26 October 2011, 17 November 2011, 28 December 2011, 30 January 2012 and Circular dated 30 December 2011 for more details.		
Ordinary Shares (Note 1)	Nil	1,566,282,107
2		
(/ /) shares (Note 1)		
3.		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares) (Preference shares)		
(Other class)		

Ot	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
	•		Class of shares issuable					
		At price State	(Note 1) Issue and allotment	(/ /)		
1.	Rights issue	At price : State currency	date : (dd/mm/yyyy)					
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							Nil	Nil
			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)	(/ /)		
			(dd/fillil/yyyy)				Nil	Nil
			Class of shares issuable (Note 1)					
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil
							NII	NII
			Class of shares issuable (Note 1)					
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							Nil	Nil

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
	71						
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)	(Nil	Nil
			Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			AGM approval date: (dd/mm/yyyy)	(09/04/20	14)	<u>Nil</u>	(12,090,000)
			Class of shares				
7.	Redemption of shares		redeemed (<i>Note 1</i>) Redemption date: (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			Nil	Nil
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /	\		

				For Ma	un Boa		id GEM liste		
	Type of Issue					share issu th	o. of new es of issuer ned during he month huant thereto	shar issuer mag iss purs theret close	of new es of which y be ued suant o as at of the onth
			Class of shares issuable (Note 1)	e					
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /	')				
			EGM approval date: (dd/mm/yyyy)	(/ /	')		Nil		Nil
							TVII		INII
			Class of shares issuable (Note 1)	e					
10.	Other (Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /	')				
			EGM approval date: (dd/mm/yyyy)	(/ /	')		Nil		Nil
			Total E.	(Ordina Preferer (O	ary shance sha	ares)	Nil Nil Nil		
То	otal increase / (decre	ase) in ordinary shares durin	ng the month (i.e. Total of A to	ь E):		(1)]	Nil	
						(2)	1	N/A	
To	otal increase / (decre	ase) in preference shares dur	ring the month (i.e. Total of A	to E):			1	N/A	
Т	otal increase / (decre	ase) in other classes of share	es during the month (i.e. Total	of A to	E):		N	N/A	
(T	hese figures should	be the same as the relevant j	figures under II above ("Move	ements ii	n Issue	ed Sho	are Capital'	').)	

Remarks (if any	y):	
Submitted by:	Lam Yi Lin	
Title:	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.