



# Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Chinlink International Holdings Limited

Date Submitted 3 June 2015

## I. Movements in Authorised Share Capital

### 1. Ordinary Shares

(1) Stock code : 997 Description : Ordinary shares

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>3,200,000,000</u>	<u>HKD 0.0125</u>	<u>HKD 40,000,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>3,200,000,000</u>	<u>HKD 0.0125</u>	<u>HKD 40,000,000</u>

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

	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 :	_____	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 :	_____	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*) :

HKD 40,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	2,283,666,869			
Increase/ (decrease) during the month	0			
Balance at close of the month	2,283,666,869			

## 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		
<b>1. Share Option</b>						
Scheme adopted						
on 21/09/2012						
with exercise						
price of HKD0.58						
per share						
Ordinary shares	0	0	0	0	0	91,600,000
(Note 1)						
<b>2. Share Option</b>						
Scheme adopted						
on 21/09/2012						
with exercise						
price of HKD0.70						
per share						
Ordinary shares	0	0	0	0	0	15,000,000
(Note 1)						
<b>3. Share Option</b>						
Scheme adopted						
on 21/09/2012						
with exercise						
price of HKD0.68						
per share						
Ordinary shares	0	0	0	0	0	4,000,000
(Note 1)						
Total A. (Ordinary shares)						
(Preference shares)						
(Other class)						
Total funds raised during the month from exercise of options (State currency)						

## 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. 35,000,000 Unlisted Warrants ( 19 / 03 / 2016 ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ AGM approval date (if applicable) (dd/mm/yyyy) _____	HKD	HKD437,500	0	HKD437,500	0	35,000,000
2. _____ (    /    /    ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ AGM approval date (if applicable) (dd/mm/yyyy) _____	_____	_____	_____	_____	_____	_____
3. _____ (    /    /    ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____	_____	_____	_____	_____	_____	_____
4. _____ (    /    /    ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____	_____	_____	_____	_____	_____	_____
Total B.						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Convertible (i.e. Convertible into shares of the issuer which are to be listed)					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 and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month		
1. Convertible Bonds due on						
30 August 2015 with 7.5%						
coupon rate per annum.						
Principal amount:						
HKD300,000,000.	HKD	HKD300,000,000	0	HKD300,000,000	0	400,000,000
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary shares					
Subscription price	HKD0.75 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	22/8/2013					
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 ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4.						
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)			
			(Preference shares)			
			(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
<p>1. Pursuant to the conditional sale and purchase agreement dated 18 February 2015 (the “<b>S&amp;P Agreement</b>”) entered into between Sino Virtue Holdings Limited (the “<b>Vendor</b>”), Esteemed Zone Limited (the “<b>Purchaser</b>”) (a wholly-owned subsidiary of the company), and the guarantors pursuant to which the Purchaser has conditionally agreed to acquire, and the Vendor has conditionally agreed to sell, (i) the entire issued share capital of and (ii) the sale loan due by E-Innovation Limited at a total consideration of HK\$800,000,000 (the “<b>Acquisition</b>”).</p> <p>The consideration will be satisfied as to HK\$30,000,000 in cash within two months after signing of the S&amp;P Agreement; as to HK\$450,000,000 in cash upon completion; as to HK\$120,000,000 by issue of the bond upon completion; and as to HK\$200,000,000 by allotment and issue of the 398,009,950 consideration shares by the Company at an issue price of HK\$0.5025 each. Shareholders’ approval pursuant to the listing rules was obtained in SGM held on 21 May 2015. The completion of the Acquisition is subject to the satisfaction of conditions precedent of the S&amp;P Agreement and the consideration shares will be allotted and issued accordingly.</p> <p>For details, please refer to the announcements of the Company dated 18 February 2015, 13 March 2015, 10 April 2015, 30 April 2015, 21 May 2015 and 29 May 2015 and the circular of the Company dated 6 May 2015.</p> <p>(SGM: 21/05/2015)</p> <p>Ordinary shares (<i>Note 1</i>)</p>	-	398,009,950
<p>2.</p> <p>( / / )</p> <p>Ordinary shares (<i>Note 1</i>)</p>		
<p>3.</p> <p>( / / )</p> <p>shares (<i>Note 1</i>)</p>		
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	
(Other class)	N/A	

## 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 (Note 1) _____	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) _____	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) _____	Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____ _____
4. Bonus issue			Class of shares issuable (Note 1) _____	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	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Type of Issue				
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)	( / / )  ( / / )	  _____
6. Repurchase of shares		Class of shares repurchased (Note 1)  Cancellation date : (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / )  ( / / )	  _____
7. Redemption of shares		Class of shares redeemed (Note 1)  Redemption date : (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / )  ( / / )	  _____
8. Consideration issue	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy)  AGM approval date: (dd/mm/yyyy)	( / / )  ( / / )	  _____



For Main Board and GEM listed issuers

		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			
9. Capital reorganisation	Class of shares issuable _____ <i>(Note 1)</i> 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> 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)	0
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		0
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		0
<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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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.*