


**Monthly Return of Equity Issuer on Movements in Securities**
**For the month ended (dd/mm/yyyy) :** 30/11/2011
**To :** Hong Kong Exchanges and Clearing Limited

**Name of Issuer** Anxin-China Holdings Limited
**Date Submitted** 02/12/2011
**I. Movements in Authorised Share Capital**
**1. Ordinary Shares**

(1) Stock code :	<u>1149</u>	Description :	<u>Ordinary Shares</u>
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>4,000,000,000</u>	<u>0.10</u>	<u>\$400,000,000.00</u>
Increase/(decrease)	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>4,000,000,000</u>	<u>0.10</u>	<u>\$400,000,000.00</u>
(2) Stock code :	<u>N/A</u>	Description :	
	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>	<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></u>
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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></u>
	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	<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 (*HK\$*) : \$400,000,000.00

## 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>2,596,597,458</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>63,076,923</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>2,659,674,381</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		
1. Share Option Scheme adopted on (03/11/2003) Exercise Price : HK\$2.25 per share ordinary shares (Note 1)	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>37,000,000</u>
2. N/A   ( / / ) shares (Note 1)	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
3. N/A   ( / / ) shares (Note 1)	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
Total A. (Ordinary shares)					<u>N/A</u>	
(Preference shares)					<u>N/A</u>	
(Other class)					<u>N/A</u>	
Total funds raised during the month from exercise of options (HK\$)	<u>N/A</u>					

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

Description of warrants (Date of expiry - 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
Currency of nominal value		Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month		
1. Unlisted Warrant						
		15,000,000		15,000,000		
		HKD	units	N/A	units	N/A
						15,000,000
( 27 / 10 / 2012)						
Stock code (if listed)		N/A				
Class of shares issuable ( <i>Note 1</i> )		Ordinary Shares				
Subscription price		HKD1.22 per share				
EGM approval date (if applicable) (dd/mm/yyyy)		Placing under General Mandate				
2. N/A						
( / / )						
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						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
4. N/A						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (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
1. Convertible Notes						
Tranche 2						
(HKD 290,000,000.00)						
	HKD	81,000,000.00	41,000,000	40,000,000.00	63,076,923	61,538,461
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )	Ordinary Shares					
Subscription price	HKD 0.65 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	( 13 / 10 / 2009 )					
2. N/A						
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						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4. N/A						
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)					63,076,923	
(Preference shares)					N/A	
(Other class)					N/A	

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		
	( / / )		
	shares ( <i>Note 1</i> )		
2.	N/A		
	( / / )		
	shares ( <i>Note 1</i> )		
3.	N/A		
	( / / )		
	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

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
1. Rights issue	At price : State currency	_____	Class of shares issuable (Note 1)	<u>N/A</u>		
			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)	<u>N/A</u>		
			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)	<u>N/A</u>		
			Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
4. Bonus issue			Class of shares issuable (Note 1)	<u>N/A</u>		
			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 _____ <u>N/A</u> _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: ( / / ) (dd/mm/yyyy)	_____	_____
6.	Repurchase of shares			Class of shares repurchased _____ <u>Ordinary Shares</u> _____ <i>(Note 1)</i> Cancellation date : ( / / ) (dd/mm/yyyy) AGM approval date: (03/06/2011) (dd/mm/yyyy)	_____	_____
7.	Redemption of shares			Class of shares redeemed _____ <u>N/A</u> _____ <i>(Note 1)</i> Redemption date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	_____	_____
8.	Consideration issue	At price : State currency	_____	Class of shares issuable _____ <u>N/A</u> _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM 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 (Note 1)		N/A		
	Issue and allotment date : (dd/mm/yyyy)		( / / )		
	EGM approval date: (dd/mm/yyyy)		( / / )		
10. Other (Please specify)	Class of shares issuable (Note 1)		N/A		
	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / / )		
		EGM approval date: (dd/mm/yyyy)	( / / )		
Total E.				(Ordinary shares)	N/A
				(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)	63,076,923
	(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):

(1) 32,508,000 shares have been repurchased by the Company in September 2011 but have not yet been cancelled.

(2) 7,832,000 shares have been repurchased by the Company in October 2011 but have not yet been cancelled.

Submitted by: Tricor Standard Limited

Title: Hong Kong Branch Share Registrar  
(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.*