



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/11/2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Anxin-China Holdings Limited

Date Submitted 1 December 2010

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 : | <u></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> | <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>1,778,975,921</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>290,769,230</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>2,069,745,151</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) 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>N/A</u> |
| 2. N/A | | | | | | |
| (/ /) shares (Note 1) | | | | | | |
| 3. N/A | | | | | | |
| (/ /) shares (Note 1) | | | | | | |
| 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

| | | | | | 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 |
|--|---------------------------------|---|----------------------------------|--|--|--|
| 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 | | |
| 1. Unlisted Warrant | | | | | | |
| | | | | 100,000,000 | | |
| | HKD | N/A | N/A | units | N/A | 100,000,000 |
| (27 / 10 / 2012) | | | | | | |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | 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 (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. N/A | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| 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 1 | | | | | | |
| (HKD 889,850,000.00) | | | | | | |
| | HKD | 200,000,000.00 | N/A | 200,000,000.00 | N/A | 307,692,307 |
| 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. Convertible Notes | | | | | | |
| Tranche 2 | | | | | | |
| (HKD 290,000,000.00) | | | | | | |
| | HKD | 270,000,000.00 | 189,000,000.00 | 81,000,000.00 | 290,769,230 | 124,615,384 |
| 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) | | | | | |
| 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) | | | | | 290,769,230 | |
| (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) _____ N/A | 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) _____ N/A | 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) _____ N/A | Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 4. Bonus issue | | Class of shares issuable (Note 1) _____ N/A | 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 | | | | | |
| 5. | Scrip dividend | At price : State currency | <div> <div>_____</div> <div>Class of shares issuable (Note 1)</div> <div>_____ N/A</div> </div> <div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>(/ /)</div> </div> <div> <div>EGM approval date: (dd/mm/yyyy)</div> <div>(/ /)</div> </div> | _____ | _____ |
| 6. | Repurchase of shares | | <div> <div>Class of shares repurchased (Note 1)</div> <div>_____ N/A</div> </div> <div> <div>Cancellation date :</div> <div>(dd/mm/yyyy)</div> <div>(/ /)</div> </div> <div> <div>EGM approval date:</div> <div>(dd/mm/yyyy)</div> <div>(/ /)</div> </div> | _____ | _____ |
| 7. | Redemption of shares | | <div> <div>Class of shares redeemed (Note 1)</div> <div>_____ N/A</div> </div> <div> <div>Redemption date :</div> <div>(dd/mm/yyyy)</div> <div>(/ /)</div> </div> <div> <div>EGM approval date:</div> <div>(dd/mm/yyyy)</div> <div>(/ /)</div> </div> | _____ | _____ |
| 8. | Consideration issue | At price : State currency | <div> <div>Class of shares issuable (Note 1)</div> <div>_____ N/A</div> </div> <div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>(/ /)</div> </div> <div> <div>EGM approval date:</div> <div>(dd/mm/yyyy)</div> <div>(/ /)</div> </div> | _____ | _____ |

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) | | | <u>N/A</u> | |
| | 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 (Note 1) | | | <u>N/A</u> |
| | | Issue and allotment date : (dd/mm/yyyy) | | | (/ /) |
| | | EGM approval date: (dd/mm/yyyy) | | | (/ /) |
| | | | | | |
| 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) | 290,769,230 |
| | (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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

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.*