



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Century Ginwa Retail Holdings Limited

Date Submitted 01/02/2016

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>162</u> Description : <u>Ordinary shares</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>15,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$ 1,500,000,000</u>
Increase/(decrease)	<u>-</u>		<u>-</u>
Balance at close of the month	<u>15,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$ 1,500,000,000</u>
(2) Stock code : _____ Description : <u>N/A</u>			
	No. of ordinary 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	_____	_____	_____

2. Preference Shares

Stock code :	<u>N/A</u>	Description :	<u>Convertible preferred shares</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>5,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$500,000,000</u>
Increase/(decrease)		<u>-</u>		<u>-</u>
Balance at close of the month		<u>5,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$500,000,000</u>

3. Other Classes of Shares

Stock code :	<u></u>	Description :	<u>N/A</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 (*State currency*) :

HK\$ 2,000,000,000

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
<u>1. Issuing 66,114,000 warrants pursuant to the Warrant Instrument dated 05/09/2013 (04/03/2016)</u>	-	-	-	-	-	66,114,000
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)		ordinary shares				
Subscription price		HK\$1.6012 (<i>adjusted</i>)				
SGM approval date (if applicable) (dd/mm/yyyy)		(15/05/2013)				
<u>2.</u>						

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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
<u>1. CONVERTIBLE</u>						
<u>PERFERRED SHARES</u>						
at nominal value of						
HK\$ 0.10 each	HK\$	117,706,818	-	117,706,818	-	1,294,774,999
Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	ordinary shares					
Subscription price	(1 convertible preferred share can convert into 1.1 ordinary shares)					
SGM approval date (if applicable) (dd/mm/yyyy)	(12/12/2012)					
<u>2.</u>						

Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
SGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>3.</u>						

Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
SGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>4.</u>						

Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
SGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
				Total C. (Ordinary shares)	NIL	
				(Preference shares)	NIL	
				(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 SGM 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 (<i>Note 1</i>)		
2. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
3. _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	NIL	
(Preference shares)	NIL	
(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) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>NIL</u>	<u>NIL</u>
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)	(/ /) (/ /)	<u>NIL</u>	<u>NIL</u>
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)	(/ /) (/ /)	<u>NIL</u>	<u>NIL</u>
4.	Bonus issue			Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>NIL</u>	<u>NIL</u>

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	
5.	Scrip dividend	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) (/ /)	<u>NIL</u>	<u>NIL</u>
6.	Repurchase of shares			Class of shares _____ repurchased <i>(Note 1)</i> Cancellation date : (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) (/ /)	<u>NIL</u>	<u>NIL</u>
7.	Redemption of shares			Class of shares _____ redeemed <i>(Note 1)</i> Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	<u>NIL</u>	<u>NIL</u>
8.	Consideration issue	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) (/ /)	<u>NIL</u>	<u>NIL</u>

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) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	(/ /)
				NIL	NIL
10.	Other (Please specify)	At price : _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	(/ /)
		State currency _____		NIL	NIL
				Total E. (Ordinary shares)	NIL
				(Preference shares)	NIL
				(Other class)	N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL
	(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		NIL
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").)

