



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Modern Dairy Holdings Ltd.

Date Submitted 03 / 11 / 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 1117 Description : Ordinary shares

| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|------------------------|------------------|---------------------------------|
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>0.1</u> | <u>1,000,000,000.00</u> |
| Increase/(decrease) | <u>-</u> | <u>-</u> | <u>-</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>0.1</u> | <u>1,000,000,000.00</u> |

(2) Stock code : N/A 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 : <u> N/A </u> | 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 : <u> N/A </u> | 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 (*HK\$*) :1,000,000,000.00

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>4,827,338,751</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>-</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>4,827,338,751</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 | | |
| <u>1. Management Options</u> | | | | | | |
| <u>Exercise Price HK\$0.86</u> | | | | | | |
| <u>(31/10/2010)</u> | | | | | | |
| <u>Ordinary shares</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>60,073,756</u> |
| <i>(Note 1)</i> | | | | | | |
| <u>2. Share Option</u> | | | | | | |
| <u>Exercise Price HK\$2.89</u> | | | | | | |
| <u>Scheme adopted on</u> | | | | | | |
| <u>(17/11/2011)</u> | | | | | | |
| <u>Ordinary shares</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>(150,000)</u> | <u>0</u> | <u>32,879,055</u> |
| <i>(Note 1)</i> | | | | | | |
| <u>3. Share Option</u> | | | | | | |
| <u>Exercise Price HK\$3.38</u> | | | | | | |
| <u>Scheme adopted on</u> | | | | | | |
| <u>(5/6/2014)</u> | | | | | | |
| <u>Ordinary shares</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>(1,250,000)</u> | <u>0</u> | <u>78,750,000</u> |
| <i>(Note 1)</i> | | | | | | |

| | | | | | | |
|---|-------|----------------------------|--------|--|--|--|
| 4. | _____ | | | | | |
| | _____ | | | | | |
| | _____ | | | | | |
| | _____ | | | | | |
| | _____ | | | | | |
| | _____ | | | | | |
| (Note 1) | | | | | | |
| | | Total A. (Ordinary shares) | 0 | | | |
| | | (Preference shares) | N/A | | | |
| | | (Other class) | N/A | | | |
| Total funds raised during the month from exercise of options (State currency) | | | HK\$ 0 | | | |

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. | | | | | | |
| _____ | | | | | | |
| _____ | | | | | | |
| (/ /) | | | | | | |
| 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 (Note 1) | _____ | | | | | |
| 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) (dd/mm/yyyy) | | (/ /) | | | | |

| | | |
|----|---|---|
| 3. | <div style="border-bottom: 1px solid black; margin-bottom: 2px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"></div> | |
| | Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | |
| 4. | <div style="border-bottom: 1px solid black; margin-bottom: 2px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"></div> | |
| | 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) <u>Nil</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u> |

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 the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | | |
| 1. N/A | | |
| | | |
| | | |
| (/ /) | | |
| shares (<i>Note 1</i>) | | |
| 2. | | |
| | | |
| | | |
| (/ /) | | |
| shares (<i>Note 1</i>) | | |
| 3. | | |
| | | |
| | | |
| (/ /) | | |
| shares (<i>Note 1</i>) | | |
| Total D. (Ordinary shares) | Nil | |
| (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) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ N/A |
| 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) | (/ /) (/ /) | _____ N/A |
| 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) | (/ /) (/ /) | _____ N/A |
| 4. | Bonus issue | | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ N/A |

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 | _____ | Class of shares issuable (Note 1) | _____ | |
| | | | | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ N/A |
| 6. | Repurchase of shares | | | Class of shares repurchased (Note 1) | _____ | |
| | | | | Cancellation date : (dd/mm/yyyy) | (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ N/A |
| 7. | Redemption of shares | | | Class of shares redeemed (Note 1) | _____ | |
| | | | | Redemption date : (dd/mm/yyyy) | (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ N/A |
| 8. | Consideration issue | At price : State currency | _____ | Class of shares issuable (Note 1) | _____ | |
| | | | | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ N/A |

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 |
|----------------------------|---|--|---|
| 9. Capital reorganisation | <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p> | _____ | N/A |
| 10. Other (Please specify) | <p>At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p> | _____ | N/A |
| | | Total E. (Ordinary shares) Nil | _____ |
| | | (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) 0 |
| | (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> | |

