

#### Monthly Return of Equity Issuer on Movements in Securities

### For the month ended (dd/mm/yyyy) :30/11/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Modern Dairy Holdings Ltd.
Date Submitted	03/ 12 / 2015

I. Movements in Authorised Share Capital

1. Ordinary Shares						
(1) Stock code : <u>1117</u> Description : <u>Ordinary shares</u>						
		ordinary ares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of preceding month	n <u>10,000,0</u>	000,000	0.1	1,000,000,000.00		
Increase/(decrease)				<u>-</u>		
Balance at close of the month	10,000,0	000,000	0.1	1,000,000,000.00		
(2) Stock code : <u>N/A</u> De	escription :					
		ordinary ares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	1					
Increase/(decrease)						
Balance at close of the month						

# 2. Preference Shares

Stock code :	N/A	Description :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	f preceding 1	nonth		
Increase/(decrease	2)		-	
Balance at close of	f the month			

### 3. Other Classes of Shares

Stock code : <u>N/A</u> Descrij	ption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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 ordi	nary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	5,304,767,883	N/A	N/A	N/A		
Increase/ (decrease) during the month		N/A	N/A	N/A		
Balance at close of the month	5,304,767,883	N/A	N/A	N/A		

# III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable Grant 1. Management Options adopted on (31/10/2010) Exercise Price HK\$0.86 Ordinary shares (Note 1) 2. Share Option Scheme adopted on		ement dur cised	ring the montl Cancelled	h Lapsed	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
approval date (dd/mm/yyyy) and class of shares issuable Grant 1. Management Options adopted on (31/10/2010) Exercise Price HK\$0.86 Ordinary shares (Note 1) 2. Share Option Scheme adopted on	ed Exer	rcised	Cancelled	Lapsed	pursuant thereto	as at close of the
(dd/mm/yyyy) and         class of shares         issuable       Grant         1. Management         Options         adopted on         (31/10/2010)         Exercise Price         HK\$0.86         Ordinary shares         (Note 1)         2. Share Option         Scheme adopted         on	ed Exer	rcised	Cancelled	Lapsed		month
issuableGrant1. ManagementOptionsadopted on(31/10/2010)Exercise PriceHK\$0.86Ordinary shares(Note 1)2. Share OptionScheme adoptedon0					~	
1. ManagementOptionsadopted on(31/10/2010)Exercise PriceHK\$0.86Ordinary shares(Note 1)2. Share OptionScheme adoptedon					<u>^</u>	
Options adopted on (31/10/2010)Exercise Price HK\$0.86Ordinary shares (Note 1)2. Share Option Scheme adopted on	0	0	0	0	<u>^</u>	
adopted on (31/10/2010) Exercise Price HK\$0.86 Ordinary shares (Note 1) 2. Share Option Scheme adopted on	0	0	00	0	<u>^</u>	
(31/10/2010) Exercise Price HK\$0.86 Ordinary shares (Note 1) 2. Share Option Scheme adopted on	0	0	0	0	<u>^</u>	
Exercise Price         HK\$0.86         Ordinary shares         (Note 1)         2. Share Option         Scheme adopted         on	0	0	0	0	^	
HK\$0.86 Ordinary shares (Note 1) 2. Share Option Scheme adopted on	0	0	0	0	<u>_</u>	
Ordinary shares         (Note 1)         2. Share Option         Scheme adopted         on	0	0	0	0	^	
(Note 1) 2. Share Option Scheme adopted on	0	0	0	0		
2. Share Option Scheme adopted on					0	60,073,756
Scheme adopted on						
Scheme adopted on						
on						
(17/11/2011)						
Exercise Price						
HK\$2.89						
Ordinary shares	0	0	0	(1,246,120)	0	29,383,757
(Note 1)						
3. Share Option Scheme adopted on (5/6/2014) Exercise Price						
HK\$3.38 Ordinary shares 0		0	0	(2,416,666)	0	71,682,017
(Note 1)			-			
4.Share Option Scheme adopted on (5/6/2014) Exercise Price HK\$2.83						
Ordinary shares 0		0	0	(2,033,333)	0	8,933,340
(Note 1)		·				
			Total A. (	Ordinary shares)	0	
				reference shares)		-
			``	(Other class)		-
Fotal funds raised during the 1	nonth from ex	xercise of		. ,		-
options (State currency)			HK\$ 0			

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy)		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. N/A						
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date	·					
(if applicable)						
(dd/mm/yyyy)	( / /	)				
<u>2.</u>						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Carla aminti an amina						
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)						
	( / /	)				
4.						
( / / )						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
		Total		nary shares) <u>Nil</u>		_
				ence shares) <u>N/A</u> Other class) N/A		
			(	Guier Class) <u>IN/A</u>	L	

Convertibles (i.e. Convertible i	nto Shores of the I	an which are to		For Main Board and GEM listed issuers		
Class and description		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. N/A						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy))	( / / )					
2.						
Stock code (if listed)						
Class of shares						
issuable ( <i>Note 1</i> )						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
3.						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(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. (Ordin	nary shares) Nil		
				ence shares) $\overline{N/A}$		-
			(	Other class) N/A	A	

For Main Board and GEM listed issuers 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	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1. <u>N/A</u>		
( / / ) shares (Note 1)		
2		
( / / ) shares (Note 1)		
3		
( / / )		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares) (Other class)	N/A N/A	

$\begin{array}{c c c c c c c c c c c c c c c c c c c $	Oth	ner 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
1. Rights issue       At       State       Issue and allotment $(///)^{-}$ 1. Rights issue       At       State       Issue and allotment $(///)^{-}$ 2. Open offer       At       State       Class of shares issuable          2. Open offer       At       State       Issue and allotment $(///)^{-}$ N/A         2. Open offer       At       State       Issue and allotment $(///)^{-}$ N/A         3. Placing       At       State       Class of shares issuable          3. Placing       At       State       Issue and allotment $(///)^{-}$ 4. Bonus issue       Class of shares issuable           4. Bonus issue       Issue and allotment $(///)^{-}$ (dd/mm/yyyy)             (dd/mm/yyyy)             (dd/mm/yyyy)		Type of Issue						month
1. Rights issue       price : currency       date : (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)       N/A         2. Open offer       At         State       State         price : currency       Issue and allotment         (d/mm/yyyy)       EGM approval date:         (Image: Class of shares issuable								
$\frac{\text{(dd/mm/yyyy)}}{(\text{(dd/mm/yyyy)})} = \frac{\text{N/A}}{(\text{(dd/mm/yyyy)})}$ 2. Open offer At State price : currency Issue and allotment (// / ) date : (dd/mm/yyyy) = GM approval date: (/ / ) (dd/mm/yyyy) = M/A $\frac{\text{Class of shares issuable } (/ / ) (\text{(dd/mm/yyyy)}) = \frac{\text{N/A}}{(\text{dd/mm/yyyy)}}$ $\frac{\text{Class of shares issuable } (/ / ) (\text{(dd/mm/yyyy)}) = \frac{\text{N/A}}{(\text{dd/mm/yyyy)}}$ $\frac{\text{Class of shares issuable } (/ / ) (\text{(dd/mm/yyyy)}) = \frac{\text{N/A}}{(\text{dd/mm/yyyy)}}$ $\frac{\text{N/A}}{(\text{dd/mm/yyyy)}}$	1.	Rights issue			( / /	)		
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$					( / /	)		
2. Open offer       At       State       Issue and allotment $( / / / )$ Bisue and allotment $( / / / )$ EGM approval date: $( / / / )$ Issue and allotment $( / / / )$ N/A         Class of shares issuable       Issue and allotment $( / / / )$ Issue and allotment $( / / / )$ N/A         Issue and allotment $( / / / )$ Issue and allotment         (Mote 1)       Issue and allotment $( / / / )$ Issue and allotment $( / / / )$ Issue and allotment         (More 1)       Issue and allotment $( / / / )$ EGM approval date: $( / / / )$ N/A         Issue and allotment $( / / / )$ N/A         Issue and allotment $( / / / )$ N/A         Issue and allotment $( / / )$ Adte: (dd/mm/yyyy)         AGM approval date: $( / / )$ Adfmm/yyyy)								N/A
2. Open oner       price : currency       date : (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)								
Image: State (dd/mm/yyyy)       N/A         3. Placing       At State price : currency       Issue and allotment (///)         Issue and allotment (///)       Issue and allotment (///)       N/A         EGM approval date: (///)       N/A         Class of shares issuable (///)       N/A         Class of shares issuable (///)       N/A         Image: State price is currency       Image: State issue iss	2.	Open offer			( / /	)		
$\frac{N/A}{N/A}$ Class of shares issuable					( / /	)		
3. Placing       At State price : currency       Issue and allotment date : $(d/mm/yyyy)$ $(///)$ EGM approval date: $(d/mm/yyyy)$ $(///)$ $N/A$ 4. Bonus issue       Class of shares issuable (///) $(///)$ Issue and allotment date : $(d/mm/yyyy)$ $(///)$ At price : $(///)$ $N/A$ At price : $(///)$ $N/A$								<u>N/A</u>
3. Placing       price : currency       Issue and allother induction inductina induction inductio								
(dd/mm/yyyy)     N/A       (dd/mm/yyyy)     N/A       4. Bonus issue     Issue and allotment (///) (//) (//) (//) (//) (//) (//) (/	3.	Placing			( / /	)		
4. Bonus issue       Class of shares issuable					( / /	)		
4. Bonus issue       (Note 1)         4. Bonus issue       Issue and allotment ( / / ) (dd/mm/yyyy)         AGM approval date:       ( / / ) (dd/mm/yyyy)								<u>N/A</u>
4. Bonus issue A. Bonus issue AGM approval date: (///) (dd/mm/yyyy)								
AGM approval date: ( / / ) (dd/mm/yyyy)	4.	Bonus issue		Issue and allotment	( / /	)		
				AGM approval date:	( / /	)		
<u>N/A</u>								N/A

			F	or Main E	Board	and GEM liste No. of new shares of issuer issued during the month pursuant thereto	ed issuers No. of new shares of issuer which may be issued pursuant thereto as at
	Type of Issue					ulereto	close of the month
			Class of shares issuable ( <i>Note 1</i> )				
5.		At State price : currency —	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		<b>NT</b> (A
							<u>N/A</u>
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		N/A
							10/11
			Class of shares redeemed ( <i>Note 1</i> )				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		N/A
							<u>N/A</u>
			Class of shares issuable ( <i>Note 1</i> )	Ordina: Shares			
8.		At State price : currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		N/A
			Class of shares issuable (Note 1)				
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		N/A
							1N/A

No. of new	No. of new
shares of	shares of
issuer issued	issuer
during the month	which may be issued
pursuant	pursuant
thereto	thereto as at
Type of Issue	close of the month
Class of shares issuable( <i>Note 1</i> )	
10. Other (Please specify)       At       State price : currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )	
EGM approval date: $(//)$	
EGM approval date: (///) (dd/mm/yyyy)	N/A
Total E. (Ordinary shares) 0	
(Preference shares) N/A	_
$(\text{Other class}) \frac{1}{\text{N/A}}$	_
	_

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
(These figures should be the same as the relevant figures under II above ("Movements in Capital").)	Issued Share

Remarks (i	if any):	•
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Submitted by:	LAM Chun Mui	
Title: (Director, Sec	Company Secretary retary 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.*