

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

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China South City Holdings Limited
Date Submitted	4 April 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares	S					
(1) Stock code :	1668	_Descript	ion :	N/A		
(With effect from 3 Companies Ordinan			nd autho	rized capital	were abolished u	nder the New
	-			f ordinary hares	Par value ( <i>HK</i> \$)	Authorised share capital (HK\$)
Balance at close o	f preceding m	nonth _				
Increase/(decrease	2)	-				
Balance at close o	f the month	-				
(2) Stock code :		_Descript	ion :			
				f ordinary hares	Par value (State currency)	Authorised share capital (State currency)
Balance at close o	f preceding m	nonth _				
Increase/(decrease	2)	-				
Balance at close o	f the month	-				

# 2. Preference Shares

Stock code : Desc	cription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

#### 3. Other Classes of Shares

Stock code :Descri	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\$) : N/A

### II. Movements in Issued Share Capital

	No. of ord	inary shares	No of preference	No. of other classes
	(1)		shares	of shares
Balance at close of preceding month	6,883,714,000	N/A	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	23,400,000	N/A	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	6,907,114,000	<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		Мо	ovement during t	he 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
shares issuable			<b>F</b> · 1	0 11 1	<b>T</b> 1		as at close of the month
Share Option	Granted		Exercised	Cancelled	Lapsed		
Scheme (4 Sept 2009)							
1. exercise price at HK\$1.29 per share ordinary shares (Grant date:11/4/2011)		0	9,150,000	0	0	9,150,000	22,950,000
(Note 1)							
2. exercise price at HK\$1.15 per share ordinary shares (Grant date: 27/06/2012) (Note 1)		0	10,500,000	0	0	10,500,000	95,870,000
3. exercise price at HK\$1.69 per share Ordinary shares (Grant date: 27/06/2013) (Note 1)		0	3,750,000	0	0	3,750,000	69,900,000
4. exercise price at HK\$4.14 per share Ordinary shares (Grant date: 17/02/2014)		0	0	0	0	0	22,000,000
(Note 1)			Tota	al A. (Ordin	nary shares)	23,400,000	
					ence shares)	0	
				•	Other class)		
Total funds raised during the mor options (State currency)	nth from exerc	ise of	f <u>HK\$30,21</u>	6,000			

Currency of Nominal value at nominal close of value preceding month	Exercised during the month	Nominal value at close of the month	shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
( / / )				
( / / )				
( / / )				
( / / )				
	nominal close of value   preceding month	nominal close of during the month   value preceding month   . . <td>nominal value   close of month   during the month   at close of the month     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .   .     .   .   .   .   .   .   .     .   .   .   .   .   .   .   .     .   .   .</td> <td>issuer issued during the month pursuant   Currency of Nominal value at close of during the value preceding month Nominal value at close of the month   . .</td>	nominal value   close of month   during the month   at close of the month     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .     .   .   .   .   .   .     .   .   .   .   .   .   .     .   .   .   .   .   .   .   .     .   .   .	issuer issued during the month pursuant   Currency of Nominal value at close of during the value preceding month Nominal value at close of the month   . .

For Main Board and GEM listed issuers

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	may be issued pursuant thereto as at close of the month
1. HK\$975,000,000	HK\$	975,000,000	0	975,000,000	0	625,000,000
Convertible Note Due 2018	3					
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )	Ordinary					
	HK\$1.56/share (sub	viect to adjustment)				
EGM approval date		<u>j</u>	_			
(if applicable)						
(dd/mm/yyyy))						
2.						
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
<u>3.</u>						
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4.						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )	n	Total C (Or 4)	nary shares) 0		
		I		ence shares) 0		
				Other class) 0		
				<u> </u>		

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)

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. Option granted to THL H Limited to subscribe for 244,800,000		
new shares at HK\$3.50 per share (subject to adjustment (if any))	_	
pursuant to the Investment and Cooperation Agreement entered	-	
into between the Issuer and THL H Limited on 15 January 2014 and	-	
the General Mandate granted at the AGM held on 21 Aug 2013.	-	
(For details, please refer to the announcement dated 15 January 2014)		244,000,000
ordinary shares (Note 1)	0	244,800,000
2		
	-	
	-	
	-	
shares (Note 1)		
3.		
5		
	-	
shares (Note 1)	-	
Total D. (Ordinary shares)	0	
(Preference shares)	0	
(Other class)	0	

	Type of Issue	ssued 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 month
			Class of shares issuable				
			(Note 1)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable				
2.	Open offer	At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable				
		~	(Note 1)		`		
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue	F	For I	<u>Main</u>	Boar	d and GEM list 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 close of the month
		Class of shares issuable (Note 1)	_				
5.	Scrip dividend At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(	/ /	)		
		EGM approval date: (dd/mm/yyyy)	(	/ /	)		
		Class of shares repurchased (Note 1)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(	/ /	)		
		EGM approval date: (dd/mm/yyyy)	(	/ /	)		
		Class of shares redeemed ( <i>Note 1</i> )					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(	/ /	)		
		EGM approval date: (dd/mm/yyyy)	(	/ /	)		
		Class of shares issuable (Note 1)					
8.	Consideration issue At price : State	Issue and allotment date : (dd/mm/yyyy)	(	/ /	)		
		EGM approval date: (dd/mm/yyyy)	(	/ /	)		

			For	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
			Class of shares issuable ( <i>Note 1</i> )			
9.	Capital reorganisation		Issue and allotment ( date : (dd/mm/yyyy)	[//)		
			EGM approval date: (dd/mm/yyyy)	[// )		
			Class of shares issued ( <i>Note 1</i> )			
10.	Other	At price :	Issue and allotment ( date : (dd/mm/yyyy)	[//)		
			EGM approval date: ( (dd/mm/yyyy)	[//)		
				dinary shar erence shar (Other cla	res) 0	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	23,400,000		
	(2)	0		
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	0			
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		0		
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)				

## Remarks (if any):

Submitted by TSE Man Va
Submitted by: <u>TSE Man Yu</u>
Title: Company Secretary
(Director, Secretary or other duly authorised officer)
(Director, Secretary of other daily admonster 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.*