

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mr | п/уууу) : | 31 July 2014 | | | | | | | |
|---|-------------|------------------------|----------------------------------|---|--|--|--|--|--|
| To: Hong Kong Exchanges an | d Clearin | g Limited | | | | | | | |
| Name of Issuer China South City Holdings Limited | | | | | | | | | |
| Date Submitted | 4 Augus | t 2014 | | | | | | | |
| I. Movements in Authorised S | hare Capi | tal | | | | | | | |
| 1. Ordinary Shares | | | | | | | | | |
| (1) Stock code : <u>1668</u> | Descrip | ption: N/A | | | | | | | |
| (With effect from 3 March 2014, Companies Ordinance (Cap 622). | par value a | and authorized capital | were abolished u | under the New | | | | | |
| 022) | , | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) | | | | | |
| Balance at close of preceding | month | | | | | | | | |
| Increase/(decrease) | | | | | | | | | |
| Balance at close of the month | | | | | | | | | |
| (2) Stock code : | Descrip | otion : | | | | | | | |
| | | 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 | | | | | | | | | |

| Stock code :Descri | Description : | | | | | | | |
|--|--------------------------------|----------------------------------|---|--|--|--|--|--|
| | 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 | ription: | | | | | | | |
| Stock code :Desci | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) | | | | | |
| | No. of other | Par value (State | Authorised share capital | | | | | |
| Stock code :Described Balance at close of preceding month Increase/(decrease) | No. of other | Par value (State | Authorised share capital | | | | | |

II. Movements in Issued Share Capital

| | No. of ord | inary shares | No of preference | No. of other classes | |
|--|---------------|--------------|------------------|----------------------|--|
| | (1) | (2) | shares | of shares | |
| Balance at close of preceding month | 6,967,414,000 | N/A | <u>N/A</u> | N/A | |
| Increase/ (decrease) during the month | 631,763,999 | N/A | <u>N</u> /A | N/A | |
| Balance at close of the month | 7,599,177,999 | N/A | <u>N/A</u> | N/A | |

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 | puon schemes (| Movement during t | 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 | | |
| Share Option Scheme (4 Sept 2009) | | | | | | |
| 1. exercise price at HK\$1.29 per share ordinary shares (Grant date:11/4/2011) | 0 | 5,100,000 | 0 | 0 | 5,100,000 | 12,850,000 |
| (Note 1) | | | | | | |
| 2. exercise price at HK\$1.15 per share ordinary shares (Grant date: 27/06/2012) (Note 1) | 0 | 2,500,000 | 0 | 0 | 2,500,000 | 64,370,000 |
| 3. exercise price at HK\$1.69 per share Ordinary shares (Grant date: 27/06/2013) (Note 1) | 0 | 30,500,000 | 0 | 0 | 30,500,000 | 112,550,000 |
| 4. exercise price at HK\$4.14 per share Ordinary shares (Grant date: 17/02/2014) (Note 1) | 0 | 0 | 0 | | 0 | 22,000,000 |

Share Options (under Share Option Schemes of the Issuer) (Continued)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | | ovement during | | | 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 | | |
| Share Option Scheme (4 Sept 2009) 5. exercise price at HK\$4.07 per share | 0 | (|) 0 | 0 | 0 | 49,650,000 |
| Ordinary shares (Grant date: 30/06/2014) (Note 1) | | | | | | |
| | | То | tal A. (Ordir | nary charec) | 38,100,000 | |
| | | 10 | | ence shares) | | - |
| | | | • | Other class) | 0 | - |
| | | | (| other class) | <u> </u> | - |
| Total funds raised during the mon options (State currency) | th from exercise of | HK\$60,9 | 999,000 | | | |

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Nominal value at Exercised Nominal value thereto close of the Description of warrants nominal close of during the at close of the month (Date of expiry - dd/mm/yyyy) value preceding month month month (/ / Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) (Ordinary shares) 0 Total B. (Preference shares) 0 (Other class) 0

| Convertibles (i.e. Convertib | le into Shares of the I | ssuer which are to | be Listed) | | | |
|---|-------------------------|------------------------------------|--|------------------------------|--|--|
| Class and description | amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. HK\$975,000,000 | HK\$ | 975,000,000 | 975,000,000 | 0 | 624,999,999 | 0 |
| Stock code (if listed) Class of shares | 18 | | | | | |
| issuable (Note 1) | Ordinary | | | | | |
| Subscription price | HK\$1.56/share (sub | iect to adjustment | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | TIK\$1.50/share (sub | ject to adjustment | <u>' </u> | | | |
| 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 (<i>Note 1</i>) 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) | (/ /) | | | | | |
| (| | | Total C. (Ordi | nary shares) 624 | 1,999,999 | |
| | | | | ence shares) 0 | <u>,</u> | • |
| | | | | 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)

| than under Share Option Schemes) | T | |
|---|---|--|
| | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto |
| Full particulars including EGM approval date (dd/mm/yyyy), | parsuant mereto | as at close of the month |
| if applicable, and class of shares issuable: | | |
| 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) | | |
| ordinary shares (Note 1) | 0 | 244,800,000 |
| | | |
| 2. | | |
| | | |
| | 1 | |
| | - | |
| shares (Note 1) | - | |
| Silates (Note 1) | | - |
| 3. | | |
| J | - | |
| - | - | |
| | - | |
| 1(1) | | |
| shares (Note 1) | | · - |
| T (1D (0 P 1) | | |
| Total D. (Ordinary shares) | 0 | - |
| (Preference shares) | 0 | - |
| (Other class) | 0 | - |
| | | |

| 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 |
|-----------------|---------------------------|---|-------|---|--|---|
| Type of Issue | | | | | | |
| | | Class of shares issuable (Note 1) | | | | |
| 1. Rights issue | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | - |
| | | Class of shares issuable | | | | |
| | At price . State | (Note 1) | (/ / |) | | |
| 2. Open offer | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (, , | , | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | <u> </u> |
| | | Class of shares issuable (Note 1) | | | | |
| 3. Placing | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | |
| | | Class of shares issuable (Note 1) | | | | |
| 4. Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |

For Main Board and GEM listed issuers

| | T C.L | | | roi Maii Boai | 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 | | | | | monui |
| 5. | Scrip dividend At | price: State | Class of shares issuable (Note 1) Issue and allotment | (/ /) | | |
| | | currency —— | date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) | | |
| | | | | | | |
| | | | Class of shares repurchased (<i>Note 1</i>) | Ordinary | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (07/07/2014) (10/07/2014) | (20,090,00 (11,246,00 | |
| | | | EGM approval date: (dd/mm/yyyy) | (21/08/2013) | (31,336,00 | |
| | | | | | | |
| | | | 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 Main Board and GEM listed issuers

| | | | ŀ | or Main | Boar | d and GEM list | |
|-----|----------------|-----------|--------------------------|----------|--------|-----------------|---------------|
| | | | | | | No. of new | No. of new |
| | | | | | | shares of | shares of |
| | | | | | | issuer issued | issuer which |
| | | | | | | during the | may be |
| | | | | | | month | issued |
| | | | | | | pursuant | pursuant |
| | | | | | | thereto | thereto as at |
| | | | | | | | close of the |
| | Type of Issue | | | | | | month |
| | 71 | | | | | | |
| | | | Class of shares issuable | | | | |
| | | | (Note 1) | | | | |
| | | | (11010 1) | | | | |
| 9. | Capital | | Issue and allotment | (/ / |) | | |
| | reorganisation | | date : (dd/mm/yyyy) | | | | |
| | C | | | | | | |
| | | | EGM approval date: | (/ / |) | | |
| | | | (dd/mm/yyyy) | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | - |
| | | | Class of shares issued | | | | |
| | | | (Note 1) | | | | |
| | | | (Note 1) | | | | |
| 10 | Other | | Issue and allotment | (/ / |) | | |
| 10. | Other | At price: | date : (dd/mm/yyyy) | ` | | | |
| | | | date: (dd/mm/yyyy) | | | | |
| | | | EGM approval date: | (/ / |) | | |
| | | | (dd/mm/yyyy) | | | | |
| | | | (dd/IIIII yyyy) | | | | |
| | | | | | | | - |
| | | | Total E. (C | Ordinory | choro | s) (31,336,000) | <u> </u> |
| | | | | eference | | | <u>-</u> |
| | | | (FIG | (Othe | | | _ |
| | | | | (Onle | i Cias | s) <u>U</u> | - |
| | | | | | | | |
| | | | | | | | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 631,763,999 |
|---|----------|----------------|
| | (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 Iss | rued Sha | re Capital").) |

| For | M | ain | R | ard a | and | GFM | listed | issuers |
|-----|---|-----|---|-------|-----|-----|--------|---------|
| | | | | | | | | |

| Remarks (if any): |
|--|
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| |
| |
| |
| |
| Submitted by:TSE Man Yu |
| Title: Company Secretary |
| (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.