

# Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) | For the month ended (dd/mm/yyyy) : | 30/4/2010 |
|----------------------------------|------------------------------------|-----------|
|----------------------------------|------------------------------------|-----------|

To : Hong Kong Exchanges and Clearing Limited

| Name | of | Issuer |
|------|----|--------|
|      |    |        |

**Kingwell Group Limited** 

Date Submitted

06/05/2010

I. Movements in Authorised Share Capital

### 1. Ordinary Shares

| (1) Stock code : <u>1195</u> Descrip | ption : Ordinary       | Shares                           |   |
|--------------------------------------|------------------------|----------------------------------|---|
|                                      | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month  | 5,000,000,000          | HKD0.10                          | HKD500,000,000                                  |
| Increase/(decrease)                  |                        |                                  |   |
| Balance at close of the month        | 5,000,000,000          | HKD0.10                          | HKD500,000,000                                  |
| (2) Stock code : Descrip             | ption :                |                                  |   |
|                                      | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month  |                        |                                  |   |
| Increase/(decrease)                  |                        |                                  |   |
|                                      |                        |                                  |   |

### 2. Preference Shares

| Stock code :Descr                   | iption :                 |                                  |   |
|-------------------------------------|--------------------------|----------------------------------|---|
|                                     | No. of preference shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |                          |                                  |   |
| Increase/(decrease)                 |                          |                                  |   |
| Balance at close of the month       |                          |                                  |   |

#### 3. Other Classes of Shares

| Stock code :Descrip                 | otion :                        |                                  |   |
|-------------------------------------|--------------------------------|----------------------------------|---|
|                                     | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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 (*State* **HKD500,000,000** : **HKD500,000,000** 

## II. Movements in Issued Share Capital

|  | No. of ordinary shares No of preference |     | No. of other classes |           |
|--|---|-----|----------------------|-----------|
|  | (1)                                     | (2) | shares               | of shares |
| Balance at close of preceding month      | 1,062,032,500                           |     |                      |           |
| Increase/ (decrease)<br>during the month | N/A                                     |     |                      |           |
| Balance at close of the month            | 1,062,032,500                           |     |                      |           |

### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share<br>option scheme<br>including EGM<br>approval date |               | Movement durin   | g the month  | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | issuer which may be |  |
|---|---------------|------------------|--------------|---|---------------------|--|
| (dd/mm/yyyy) and  |               |                  | -            |   |                     |  |
| class of shares<br>issuable   | Granted       | Exercised        | Cancelled    | Lapsed  |                     |  |
| 1. N/A  | Granicu       | LACICISCU        | Calleened    | Lapseu  |                     |  |
| 1.10/11   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
| Ordinary Shares   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
| 2. N/A  |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
| ( / / )   |               |                  |              |   |                     |  |
| shares  |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
| 3. N/A  |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
| ( / / )   |               |                  |              |   |                     |  |
| shares  |               |                  |              |   |                     |  |
|   |               |                  |              |   |                     |  |
|   |               | Tot              | al A. (Ordin | ary shares)   | N/A                 |  |
|   |               |                  | (Prefere     | nce shares)   | N/A                 |  |
|   |               |                  | (0           | Other class)  | N/A                 |  |
| Total funds raised dur  | ing the month | from exercise of |              |   |                     |  |
| options (State currence   | y)            |                  |              | N/A   |                     |  |
|   |               |                  |              |   |                     |  |

| Description of warrants<br>(Date of expiry – dd/mm/yyyy)   | Currency of Nominal value at<br>nominal close of<br>value preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month  | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---|----------------------------------|--|--|--|
| <u>1. N/A</u>  |   |                                  |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)                                |   |                                  |  |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>2. N/A                     | ( / / )   |                                  |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)                                |   |                                  |  |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3. N/A                     | ( / / )   |                                  |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)                                |   |                                  |  |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>4. N/A                     | ( / / )   |                                  |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price |   |                                  |  |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | ( / / )   |                                  |  |  |  |
|  | Total   | (Preferen                        | ary shares)<br>nce shares)<br>Other class) | N/A<br>N/A<br>N/A  |  |

#### Convertibles (i.e. Convertible into 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 thereto as at pursuant Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) ( / / )2. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / ) (dd/mm/yyyy) 3. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / ) (dd/mm/yyyy) 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / ) (dd/mm/yyyy) Total C. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A

For Main Board and GEM listed issuers

| shares of<br>ed during<br>pursuant<br>eto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|---|--|
|   |  |
|   |  |
|   |  |
|   |  |
|   |  |
|   |  |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

|    |               | ssued Share Capital          |   |                                 | No. of new<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto |            |
|----|---------------|------------------------------|---|---------------------------------|--|------------|
|    | Type of Issue |                              | Class of shares issuable                                  |                                 |  |            |
|    |               | At price . State             | ( <i>Note 1</i> )<br>Issue and allotment                  | (//)                            |  |            |
| 1. | Rights issue  | At price : State<br>currency | date : (dd/mm/yyyy)                                       |                                 |  |            |
|    |               |                              | EGM approval date:<br>(dd/mm/yyyy)                        | ( / / )                         |  |            |
|    |               |                              |   |                                 |  | N/A        |
|    |               |                              | Class of shares issuable                                  |                                 |  |            |
| 2. | Open offer    | At price : State             | ( <i>Note 1</i> )<br>Issue and allotment                  | (//)                            |  |            |
| 2. | open oner     | At price . currency          | date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | (//)                            |  |            |
|    |               |                              |   |                                 |  | <u>N/A</u> |
|    |               |                              | Class of shares issuable ( <i>Note 1</i> )                | <u>Ordinary</u><br><u>Share</u> |  |            |
| 3. | Placing       | At price : State             | Issue and allotment<br>date : (dd/mm/yyyy)                | ( / / )                         |  |            |
|    |               |                              | AGM approval date:<br>(dd/mm/yyyy)                        | ( / / )                         |  |            |
|    |               |                              |   |                                 |  | N/A        |
|    |               |                              | Class of shares issuable ( <i>Note 1</i> )                |                                 |  |            |
| 4. | Bonus issue   |                              | Issue and allotment<br>date : (dd/mm/yyyy)                | (//)                            |  |            |
|    |               |                              | EGM approval date:<br>(dd/mm/yyyy)                        | (//)                            |  |            |
|    |               |                              |   |                                 |  | N/A        |

|    |  | F   | For M | <u>Main</u> | <u>Boar</u> | d and GEM listed i<br>No. of new<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto | No. of new<br>shares of<br>issuer which |
|----|--|---|-------|-------------|-------------|--|---|
|    | Type of Issue                                    |   |       |             |             |  |   |
| 5. | Scrip dividend At price : State                  | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy) | (     | / /         | )           |  |   |
|    |  | EGM approval date:<br>(dd/mm/yyyy)  | (     | / /         | )           |  | N/A                                     |
|    |  | Class of shares repurchased (Note 1)  |       |             |             |  |   |
| 6. | Repurchase of shares                             | Cancellation date :<br>(dd/mm/yyyy)   | (     | / /         | )           |  |   |
|    |  | EGM approval date:<br>(dd/mm/yyyy)  | (     | / /         | )           |  | <u>N/A</u>                              |
|    |  | Class of shares redeemed ( <i>Note 1</i> )  |       |             |             |  |   |
| 7. | Redemption of shares                             | Redemption date :<br>(dd/mm/yyyy)   | (     | / /         | )           |  |   |
|    |  | EGM approval date:<br>(dd/mm/yyyy)  | (     | / /         | )           |  | <u>N/A</u>                              |
|    |  | Class of shares issuable (Note 1)   |       |             |             |  |   |
| 8. | Consideration issue At price : State<br>currency | Issue and allotment<br>date : (dd/mm/yyyy)  | (     | / /         | )           |  |   |
|    |  | EGM approval date:<br>(dd/mm/yyyy)  | (     | / /         | )           |  | N/A                                     |
|    |  |   |       |             |             |  |   |

|     |                           |                  | F  | For Main B                              | oard and GEM liste |   |
|-----|---------------------------|------------------|--|---|--------------------|---|
|     | Type of Issue             |                  |  |   |                    | No. of new<br>er shares of<br>he issuer which<br>nt may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|     |                           |                  | Class of shares issuable (Note 1)          |   | _                  |   |
| 9.  | Capital reorganisation    |                  | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /                                   | )                  |   |
|     |                           |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /                                   | )                  |   |
|     |                           |                  |  |   |                    | <u>N/A</u>  |
|     |                           |                  | Class of shares issuable ( <i>Note 1</i> ) |   | _                  |   |
| 10. | Other<br>(Please specify) | At price : State | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /                                   | )                  |   |
|     |                           |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /                                   | )                  | <u>N/A</u>  |
|     |                           |                  |  | ordinary sha<br>ference sha<br>(Other c |                    |   |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1)          | N/A |
|--|--------------|-----|
|  | ( <b>2</b> ) |     |
|  | (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):                  |              | Nil |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |              |     |

Remarks (if any):

Submitted by: Kuo Kwan Belinda

 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.