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Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

30/04/2018

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Xinchen China Power Holdings Limited |
|----------------|--------------------------------------|
| Date Submitted | 02/05/2018 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|--------------------------------------|------------------------|----------------------------------|--|
| (1) Stock code : <u>1148</u> Descrip | otion : Ordinary | | |
| | No. of ordinary shares | Par value <i>(HK\$)</i> | Authorised share capital <i>(HK\$)</i> |
| Balance at close of preceding month | 8,000,000,000 | 0.01 | 80,000,000.00 |
| Increase/(decrease) | Nil | | Nil |
| Balance at close of the month | 8,000,000,000 | 0.01 | 80,000,000.00 |
| (2) Stock code :Descrip | otion : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

2. Preference Shares

| Stock code :Descri | ption : | | |
|-------------------------------------|--------------------------------|----------------------------------|--|
| | No. of preference shares | Par value (State currency) | 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 :Descript | tion : | | |
|---|--------------------------------------|----------------------------------|---|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month_ | <u> </u> | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |
| Total authorised share capital at the end | nd of the month | 80.000 | |

(HK\$) :

80,000,000.00

II. Movements in Issued Share Capital

| | No. of ordina | ary shares | No of preference | No. of other |
|--|---------------|------------|------------------|-------------------|
| | (1) | (2) | shares | classes of shares |
| Balance at close of | | | | |
| preceding month | 1,282,211,794 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | Nil | N/A | N/A | N/A |
| Balance at close of the month | 1,282,211,794 | N/A | N/A | N/A |

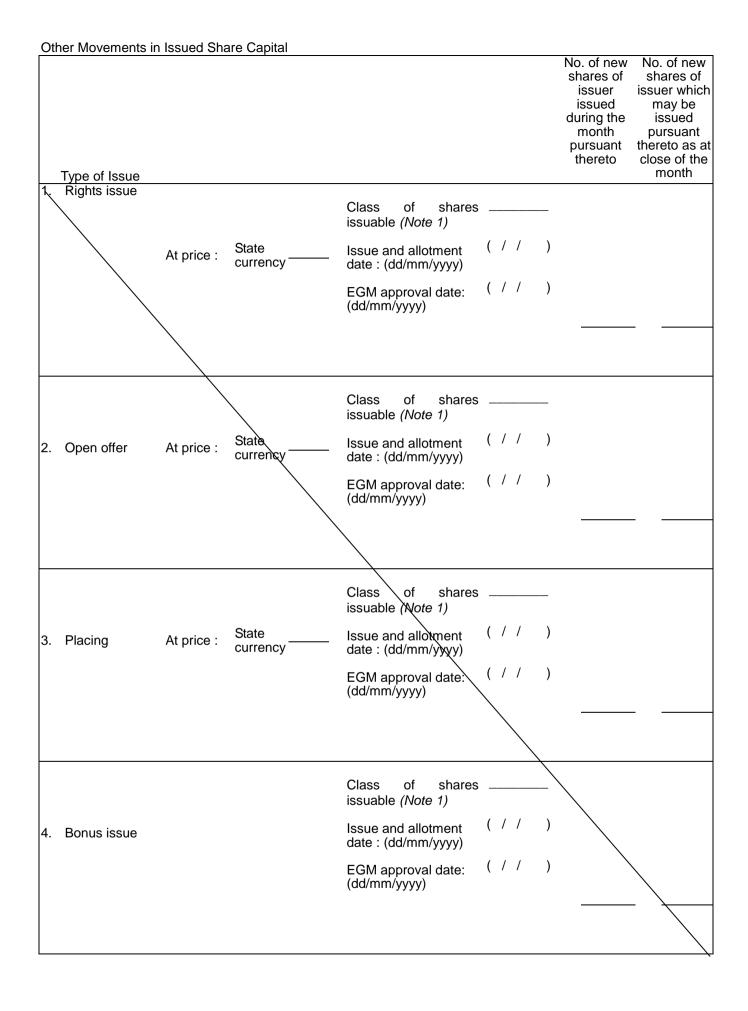
III. Details of Movements in Issued Share Capital

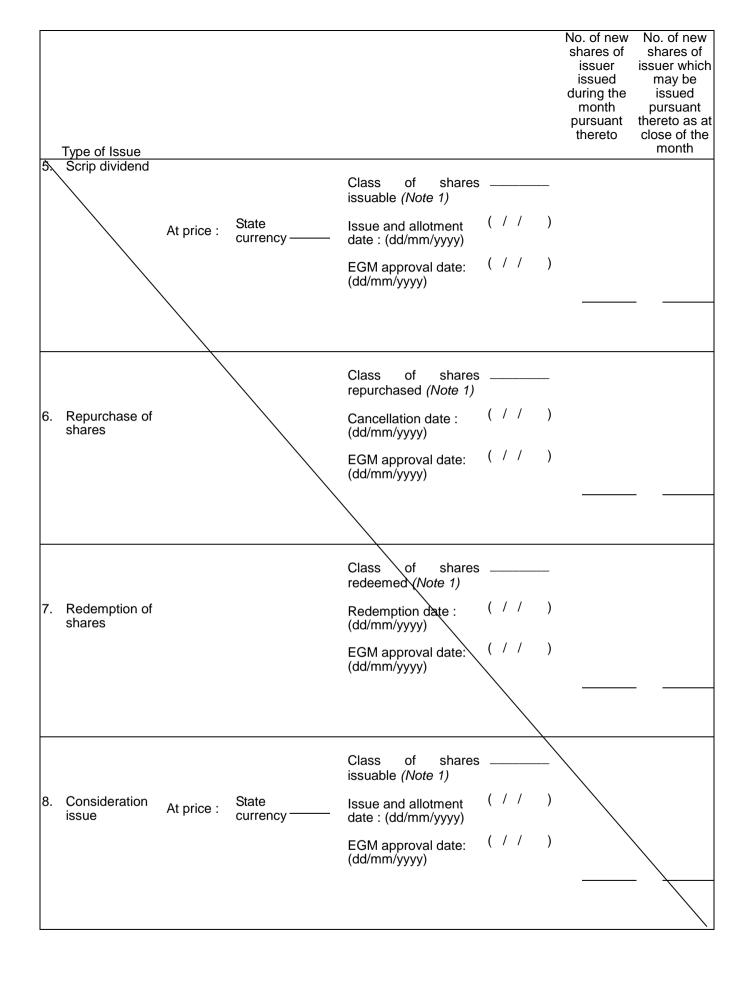
| Share Options (und | er Share Opt | tion Schemes o | of the Issuer) | | | |
|---|--------------|-----------------|----------------|-------------|-----|--|
| Particulars of share option scheme including EGM | | Movement durir | as the month | | | No. of new shares of issuer which may be issued pursuant thereto as at close of |
| approval date | I | | ig the month | | _ | the month |
| (dd/mm/yyyy) and | | | | | | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share option scheme adopted by shareholders' resolutions on 25/04/2012 | NII | Nii | N:: | Nil | NU | 105 050 070 |
| Ordinary shares | Nil | Nil | Nil | Nil | Nil | 125,359,979 |
| (Note 1) 2 | | | | | | |
| 3. | | | | | | |
| | | Tota | IA. (Ordina | ry shares) | Nil | |
| | | | (Preferenc | ce shares) | N/A | |
| | | | (Ot | ther class) | N/A | |
| Total funds raised d of options (State cu | | nth from exerci | se | Nil | | |
| | | | | | | |

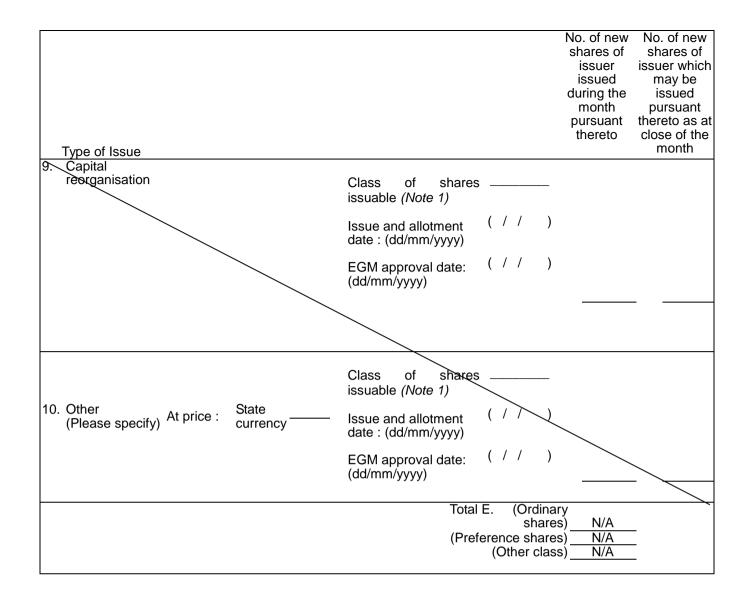
| Warrants to Issue Shares of th | e Issuer which | are to be Listed | | | | |
|--|---------------------------------|--|----------------------------------|---|---|---|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised 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 |
| | | | | | | |
| | - | | | | | |
| | | | | | | |
| 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 | | \backslash | | | | |
| issuable (Note 1) Subscription price | | \rightarrow | | | | |
| EGM approval date | | \rightarrow | | | | |
| (if applicable) | | \sim | | | | |
| (dd/mm/yyyy) | (/ / |) \ | | | | |
| <u>3.</u> | . | | \backslash | | | |
| | - | | \backslash | | | |
| (/ /) | | | | · | | |
| · · · · · · · · · · · · · · · · · · · | | | \backslash | | | |
| Class of shares | | | | \backslash | | |
| 0 1 | | | | \mathbf{i} | | |
| Subscription price | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | \backslash | | |
| 4. | | | | | \backslash | |
| | | | | | \backslash | |
| (/ /) | | | | · | \rightarrow | |
| Stock code (if listed) | | | | | \backslash | |
| Class of shares | | | | | | \backslash |
| | | | | | | \backslash |
| Subscription price | | | | | | \backslash |
| (if applicable) | | | | | | |
| | (/ / |) | | | | \backslash |
| | | |) (Ordina | any oborce) | NI/A | |
| | | Total E | | ary shares) ice shares) | N/A N/A | _ |
| | | | | ther class) | | - |
| | | | (0 | | | - |

| Convertibles (i.e. Convertible i | nto Shares of th | e Issuer whic | h are to be Liste | ed) | | |
|---|--------------------------------------|---|----------------------------------|------------------------------------|---|---|
| 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 | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| × | - | | | | | |
| <u> </u> | - | | | | | |
| | _ | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (/ /) | | | | | |
| 2. | <u> </u> | | | | | |
| | - \ | | | | | |
| | - \ | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | / | <u> </u> | | | | |
| issuable (Note 1) | | $ \ge $ | | | | |
| Subscription price | | $- \setminus$ | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | \ | \ | | | |
| <u>3.</u> | _ | | \mathbf{i} | | | |
| | - | | | | | |
| | - | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | \backslash | | |
| | | | | \mathbf{i} | | |
| Subscription price | | | | \sim | | |
| (if applicable) | | | | \sim | | |
| | (/ /) | | | | \mathbf{X} | |
| <u>4.</u> | _ | | | | \backslash | |
| | - | | | | \backslash | |
| | - | | | | | |
| Stock code (if listed) | | | | | \longrightarrow | <u>_</u> |
| Class of shares | | | | | | \searrow |
| | | | | | | \sim |
| Subscription price EGM approval date | | | | | | \sim |
| (if applicable) | | | | | | \sim |
| | (/ /) | | | | | |
| | | - | Total C. (Ordina | | | - |
| | | | | ce shares) ther class) | | - |
| | | | (U | | 11/7 | _ |

| Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes) | er which are to be Liste | ed, including |
|---|---|--|
| | 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 |
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | | the month |
| T . | | |
| | | |
| (/ /) shares (Note 1) | | |
| | | |
| 2 | | |
| | | |
| | | |
| shares (Note 1) | | |
| 3. | | |
| | | |
| | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | N/A | |
| Total D. (Ordinary shares) (Preference shares) | N/A N/A | |
| (Other class) | N/A | |
| | 1 | |







| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) | Nil |
|---|--------------|
| (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 (if any): |
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| |
| Submitted by: Wu Xiao An (also known as Ng Siu On) |
| Title: Director |
| (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.