

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Public Procurement Limited

Date Submitted 7 July 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1094</u>	Description : <u>N/A</u>		
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>20,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>20,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>
(2) Stock code : <u>N/A</u>	Description : _____		
	No. of ordinary shares	Par value (<i>State currency</i>)	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 :	<u>N/A</u>	Description :	_____	
		No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month		<u>10,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$100,000,000</u>
Increase/(decrease)		<u>Nil</u>		<u>Nil</u>
Balance at close of the month		<u>10,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$100,000,000</u>

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	_____	
		No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
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 currency*) :

HK\$300,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No. of preference shares	No. of other classes of shares
Balance at close of preceding month	<u>13,429,312,548</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase / (decrease) during the month	<u>Nil</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>13,429,312,548</u>	<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 shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme approved on 13/06/2013 Date of grant: 06/06/2014 Exercise Price: HK\$0.415						
Ordinary shares	Nil	Nil	Nil	100,000,000	Nil	Nil
(Note 1)						
2. Share Option Scheme approved on 13/06/2013 Date of grant: 22/12/2015 Exercise Price: HK\$0.228						
Ordinary shares	Nil	Nil	Nil	12,560,000	Nil	413,780,000
(Note 1)						
3. N/A (/ /) shares						
(Note 1)						
				Total A. (Ordinary shares)	Nil	
				(Preference shares)	N/A	
				(Other class)	N/A	
Total funds raised during the month from exercise of options (State currency)				N/A		

Warrants to Issue Shares of the 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
1. N/A						
(/ /)						
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 issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
3.						
(/ /)						
Stock code (if listed)						
Class of shares 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)		(/ /)				
Total B.						
					(Ordinary shares)	N/A
					(Preference shares)	N/A
					(Other class)	N/A

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
<p>1. Acquisition Agreement dated 21 December 2015 (as amended by the Supplemental Agreement on 3 February 2016, Second Supplemental Agreement on 21 March 2016 and Third Supplemental Agreement on 6 May 2016, Fourth Supplemental Agreement on 17 June 2016 and Fifth Supplemental Agreement on 29 December 2016) to issue 3,567,151,898 Consideration Shares at an issue price of HK\$0.242 per share as part of the consideration for the acquisition. The Company announced on 4 July 2017 that the above Acquisition Agreement (as supplemented) has lapsed and become of no further effect. For details, please refer to the Company's announcements dated 21 December 2015, 3 February 2016, 21 March 2016, 6 May 2016, 17 May 2016, 17 June 2016, 29 December 2016, 28 April 2017 and 4 July 2017.</p> <p style="text-align: right;">Ordinary shares (<i>Note 1</i>)</p>	Nil	Nil
<p>2. Acquisition Agreement dated 21 December 2015 (as amended by the Supplemental Agreement on 3 February 2016, Second Supplemental Agreement on 21 March 2016, Third Supplemental Agreement on 6 May 2016, Fourth Supplemental Agreement on 17 June 2016 and Fifth Supplemental Agreement on 29 December 2016) to issue Convertible Bonds in the principal amount of HK\$357,300,303.75, which may be converted into 1,476,447,536 Conversion Shares of the Company at the conversion price of HK\$0.242 per share (subject to adjustment) as part of the consideration for the acquisition. The Company announced on 4 July 2017 that the above Acquisition Agreement (as supplemented) has lapsed and become of no further effect. For details, please refer to the Company's announcements dated 21 December 2015, 3 February 2016, 21 March 2016, 6 May 2016, 17 May 2016, 17 June 2016, 29 December 2016, 28 April 2017 and 4 July 2017.</p> <p style="text-align: right;">Ordinary shares (<i>Note 1</i>)</p>	Nil	Nil
<p>3. On 5 June 2017, the Company entered into the Subscription Agreement with Ngongfull Science and Technology Limited (the "Subscriber") pursuant to which the Company has agreed to allot and issue, and the Subscriber has agreed to subscribe for 2,290,220,400 Subscription Shares (or 229,022,040 Consolidated Shares in the event that the Subscription takes place after the Share Consolidation becoming effective) at the Subscription Price of HK\$0.0303 per share (or HK\$0.303 per share in the event that the Subscription takes place after the Share Consolidation becoming effective). For details, please refer to the Company's announcements dated 5 June 2017, 14 June 2017 and 26 June 2017.</p> <p style="text-align: center;">(to be approved at the forthcoming SGM)</p> <p style="text-align: right;">Ordinary shares (<i>Note 1</i>)</p>	Nil	2,290,220,400
<p>Total D. (Ordinary shares)</p> <p>(Preference shares)</p> <p>(Other class)</p>	<p>Nil</p> <p>Nil</p> <p>N/A</p>	

Other 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 month
Type of Issue					
1.	Rights issue	At price : State currency _____	Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /)	
				SGM approval date: (dd/mm/yyyy) (/ /)	
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /)	
				SGM approval date: (dd/mm/yyyy) (/ /)	
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /)	
				SGM approval date: (dd/mm/yyyy) (/ /)	
4.	Bonus issue		Class of shares issuable (Note 1) _____ N/A	Issue and allotment date : (dd/mm/yyyy) (/ /)	
				SGM approval date: (dd/mm/yyyy) (/ /)	

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
5.	Scrip dividend At price : State currency _____	Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (/ /) (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy)	_____
6.	Repurchase of shares	Class of shares repurchased <u>N/A</u> (Note 1) Cancellation date : (/ /) (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy)	_____
7.	Redemption of shares	Class of shares redeemed <u>N/A</u> (Note 1) Redemption date : (/ /) (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy)	_____
8.	Consideration issue At price : State currency _____	Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (/ /) (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy)	_____

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
9. Capital reorganisation	Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy)		
10. Other (Please specify)	At price : State currency _____ Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) SGM approval date: (/ /) (dd/mm/yyyy)		
Total E.		(Ordinary shares) <u>Nil</u>	
		(Preferred shares) <u>N/A</u>	
		(Other class) <u>N/A</u>	

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

