



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/11/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Lesso Group Holdings Limited

Date Submitted 2 December 2013

I. Movements in Authorised Share Capital

1. Ordinary Shares

|                                     |                               |                            |   |
|-------------------------------------|-------------------------------|----------------------------|---|
| (1) Stock code : 2128               | Description : Ordinary shares |                            |   |
|                                     | No. of ordinary shares        | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 20,000,000,000                | HK\$0.05                   | HK\$1,000,000,000                         |
| Increase/(decrease)                 | Nil                           |                            | Nil                                       |
| Balance at close of the month       | 20,000,000,000                | HK\$0.05                   | HK\$1,000,000,000                         |
| (2) Stock code : _____              | Description : _____           |                            |   |
|                                     | 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       | _____                         | _____                      | _____                                     |

2. Preference Shares

|                                     |       |                          |   |
|-------------------------------------|-------|--------------------------|---|
| Stock code :                        | _____ | Description :            | _____   |
|                                     |       | No. of preference shares | Par value<br>( <i>State currency</i> )                |
|                                     |       |                          | Authorised share capital<br>( <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 :                        | _____ | Description :                  | _____   |
|                                     |       | No. of other classes of shares | Par value<br>( <i>State currency</i> )                |
|                                     |       |                                | Authorised share capital<br>( <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\$1,000,000,000**

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |       | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)   |                         |                                |
| Balance at close of preceding month   | <u>3,060,944,100</u>   | _____ | _____                   | _____                          |
| Increase/ (decrease) during the month | <u>7,002,650</u>       | _____ | _____                   | _____                          |
| Balance at close of the month         | <u>3,067,946,750</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. Pre- IPO Share Option Scheme which became effective on 23 June 2010 pursuant to a written resolution passed by the then sole shareholder of the Issuer on 14 May 2010<br><u>Exercise Price HK\$1.82</u><br><u>Ordinary shares</u><br><i>(Note 1)</i> | <u>Nil</u>                | <u>7,002,650</u> | <u>Nil</u>                 | <u>Nil</u>             | <u>7,002,650</u>   | <u>43,174,650</u>   |
|   |                           |                  | Total A. (Ordinary shares) |                        | <u>7,002,650</u>   |   |
|   |                           |                  | (Preference shares)        |                        | <u>NA</u>  |   |
|   |                           |                  | (Other class)              |                        | <u>NA</u>  |   |
| Total funds raised during the month from exercise of options (State currency)   |                           |                  |                            | <u>HK\$ 12,744,823</u> |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|---|
| 1.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| 2.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| 3.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| 4.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____   |
| Total B. (Ordinary shares) <u>NA</u><br>(Preference shares) <u>NA</u><br>(Other class) <u>NA</u>   |                                 |   |                                  |   |  |   |

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 | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--|------------------------------------|--|------------------------------|--|---|
| 1.<br>_____<br>_____<br>_____  |  |                                    |  |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____<br>_____<br>_____<br>_____ ( / / ) |                                    |  |                              |  |   |
| 2.<br>_____<br>_____<br>_____  |  |                                    |  |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____<br>_____<br>_____<br>_____ ( / / ) |                                    |  |                              |  |   |
| 3.<br>_____<br>_____<br>_____  |  |                                    |  |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____<br>_____<br>_____<br>_____ ( / / ) |                                    |  |                              |  |   |
| 4.<br>_____<br>_____<br>_____  |  |                                    |  |                              |  |   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____<br>_____<br>_____<br>_____ ( / / ) |                                    |  |                              |  |   |
|  |  |                                    | Total C. (Ordinary shares)<br>(Preference shares)<br>(Other class) |                              | NA<br>NA<br>NA   |   |

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. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| Total D. (Ordinary shares)  | NA   |   |
| (Preference shares)   | NA   |   |
| (Other class)   | NA   |   |

Other Movements in Issued Share Capital

| 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 |
|-----------------|---------------------------------|--|--|--|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM 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 _____ | _____<br>Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased (Note 1) _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )              | _____   | _____ |
| 7.            | Redemption of shares |                                 | Class of shares redeemed (Note 1) _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )                   | _____   | _____ |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM 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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy)                                    | _____  | _____   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy) | _____  | _____   |
|                            |  | Total E. (Ordinary shares)   | NA  |
|                            |  | (Preference shares)  | NA  |
|                            |  | (Other class)  | NA  |

|   |     |           |
|---|-----|-----------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | 7,002,650 |
|   | (2) | NA        |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | NA        |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | NA        |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> |     |           |

