

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

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clear	ing Limited		
Name of Issuer 中國」	Uptown Group Comp 上城集團有限公司 ember 2013	any Limited	
I. Movements in Authorised Share Car	pital		
1. Ordinary Shares			
(1) Stock code : <u>2330</u> Desc	ription: <u>CHINA I</u>	UPTOWN	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	3,000,000,000	0.10	300,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	3,000,000,000	0.10	300,000,000
(2) Stock code :Desc	ription :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A

31 August 2013

2. Preference Shares			
Stock code :Descri	iption:		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A
3. Other Classes of Shares			
Stock code :Descri	iption:		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A

300,000,000

Total authorised share capital at the end of the month (HK\$):

## II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	941,453,683	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	941,453,683	N/A	N/A	N/A	

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer which may be issuer issued during including EGM the month pursuant issued pursuant thereto as at close of approval date thereto Movement during the month (dd/mm/yyyy) and \_ the month class of shares issuable Granted Exercised Cancelled Lapsed 1.Share Option Scheme approved at the AGM on (30 / 11 / 2009) Exercise price: HK\$0.52 Ordinary shares Nil Nil Nil Nil Nil 30,000,000 (*Note 1*) 2.Share Option Scheme Exercise price: Ordinary shares (*Note 1*) 3.Share Option Scheme Exercise price: Ordinary shares (Note 1) Total A. (Ordinary shares) (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (HK\$) Nil

For Main Board and GEM listed issuers 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 thereto as at pursuant 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 N/A N/A N/A N/A N/A 1. N/A N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A N/A N/A N/A N/A N/A 2. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A N/A N/A N/A N/A N/A 3. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A N/A N/A N/A 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / )

	(0.4:	NT/A
Total B.	(Ordinary shares)	N/A
	(Preference shares)	N/A
	(Other class)	N/A

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	e 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
Convertible Redeemable						
Preference Shares	HK\$  	27,500,000	Nil	27,500,000	Nil	289,473,684
Stock code (if listed)	N/A					_
Class of shares						
issuable (Note 1)	Ordinary					
Subscription price EGM approval date	HK\$0.38					
(if applicable)	(28/06/2006	&				
(dd/mm/yyyy))	08 / 06 / 2007					
2. Convertible Redeemable						
Preference A Shares	HK\$	10,000,000	Nil	10,000,000	Nil	105,263,158
	_					
Stock code (if listed)				- <del></del>		
Class of shares	1,111					
issuable (Note 1)	Ordinary					
Subscription price	HK\$0.38					
EGM approval date (if applicable) (dd/mm/yyyy)	(28/12/2006	`				
3. 4% Convertible Bonds	HK\$	160,000,000	Nil	160,000,000	Nil	271,186,440
due 2013		100,000,000	1411	100,000,000	1111	271,100,440
	_					
Stock code (if listed)	N/A					
Class of shares						
issuable (Note 1)	Ordinary					
Subscription price EGM approval date	HK\$0.59					
(if applicable)						
(dd/mm/yyyy)	(18/10/2010	)				
4.						
	_					
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G. 1 1 (GE) (1)		_		<u> </u>		
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )		Total C. (Ordi	nary charac)	Nil	
				ence shares)	N/A	-
				Other class)	N/A	<u>-</u>
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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	N/A	N/A
2.		
( / / ) shares (Note 1)  3.	N/A	N/A
( / / ) shares (Note 1)	N/A	N/A
Total D. (Ordinary shares) (Preference shares)	N/A N/A	IV/A
(Other class)	N/A	

	Other Movements	in Issued Share Capital			No. of new shares of issuer issued during the month pursuant thereto	which may be
1.	Type of Issue  Rights issue	At price : State	Class of shares issuable (Note 1)  ( / /  Issue and allotment date: (dd/mm/yyyy)		-	
			EGM approval date: (dd/mm/yyyy)	,	N/A	N/A
2.	Open offer	At price : State currency	Class of shares issuable (Note 1)  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)		N/A	N/A
3.	Placing	At price : State currency	Class of shares issuable (Note 1)  ( / /  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)		<u>N/A</u>	<u>N/A</u>
4.	Bonus issue		Class of shares issuable (Note 1)  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)		<u>N</u> /A	<u>N/A</u>

For Main Board and GEM listed issuers

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

For Main Board and GEM listed issuers

			101 Main 20	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issue which may be
	Type of Issue				
9.	Capital reorganisation	Class of shares issuable (Note 1)  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / )		N/A
10.	. Other (Please specify) At price:	Class of shares issuab (Note 1)  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / )		<u>N/A</u>
		Total E.	(Ordinary shar (Preference shar (Other cla	res) N/A	- - -
	otal increase / (decrease) in ordinary shares during th		(2)	Nil	
	otal increase / (decrease) in preference shares during			Nil Nil	
	otal increase / (decrease) in other classes of shares du These figures should be the same as the relevant figure	· ·	ŕ		

Remarks (if any):					
Submitted by: Fu Lui					
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.