

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

To: Hong Kong Exchanges and Clearing Limited

Monthly Return of Equity Issuer on Movements in Securities

Chi Name of Issuer 中国	ina Uptown Group Comp 國上城集團有限公司	any Limited		
Date Submitted 3 M	March 2014			
I. Movements in Authorised Share	Canital			
i. Wovements in Authorised Share	Сарпаі			
1. Ordinary Shares				
(1) Stock code : <u>2330</u> Do	escription : <u>CHINA</u>	UPTOWN		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)	
Balance at close of preceding mont	h 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 :De	escription :			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding mont	h N/A	N/A	N/A	
Increase/(decrease)	N/A	-	N/A	
Balance at close of the month	N/A	N/A	N/A	

28 February 2014

2. Preference Shares			or Main Board and GE
Stock code :Descr	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 :Descr	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 ordin	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 issued during issuer which may be including EGM the month pursuant issued pursuant thereto as at close of approval date thereto (dd/mm/yyyy) and Movement during the month 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 N/A (Other class) Total funds raised during the month from exercise of options (HK\$) Nil

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

Wallants to issue Shares of the iss	suci willell are	io oc Lisica				
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	N/A	N/A	N/A	N/A	N/A	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	N/A	N/A	N/A	N/A	N/A	N/A
2.17/1		1771	1771	1771	1 1/1 1	10/11
	•					
(/ /) Stock code (if listed) Class of shares				-		
issuable (Note 1)			=			
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
3. N/A	N/A	N/A	N/A	N/A	N/A	N/A
3.1771		1771	1771	1771	1 1/1 1	10/11
(/ /)						_
Stock code (if listed)						
Class of shares			-			
issuable (Note 1)			-			
Subscription price EGM approval date			-			
(if applicable)						
(dd/mm/yyyy)	(/ /	')				
4. N/A	N/A	N/A	N/A	N/A	N/A	N/A
(/ /)						
Stock code (if listed)			-			
Class of shares						
issuable (<i>Note 1</i>) Subscription price			-			
EGM approval date			-			
(if applicable)						
(dd/mm/yyyy)	(/ /	')				
		_	1D (O "		NT/A	
		Tota		nary shares)	N/A N/A	_
				ence shares) Other class)	N/A N/A	_
			(Outer class)	1 1/ /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. 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 HK\$0.38 EGM approval date (if applicable) (28/06/2006& (dd/mm/yyyy)) 08 / 06 / 2007) 2. Convertible Redeemable Preference A Shares 10,000,000 Nil 10,000,000 HK\$ Nil 105,263,158 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary Subscription price HK\$0.38 EGM approval date (if applicable) (dd/mm/yyyy) (28/12/2006) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (*Note 1*) Subscription price EGM approval date (if applicable) (/ /)(dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) (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
1	N/A	N/A
2		
3	N/A	N/A
Total D. (Ordinary shares) (Preference shares)	N/A N/A N/A	N/A
(Other class)	N/A	

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

For Main Board and GEM listed issuers

	Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be
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)	(/ /	N/A	N/A
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>	<u>N/A</u>
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) Redemption date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /	<u>N/A</u>	<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)	(/ /	<u>N/A</u>	<u>N/A</u>

	For Main Board and GEM listed	
	No. of new shares of issuer issued during the month pursuant thereto	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	<u>N/A</u>
10. Other (Please specify) At price:	Class of shares issuable (Note 1) (/ /) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A Total E. (Ordinary shares) N/A	N/A
	(Preference shares) N/A (Other class) N/A	
Total increase / (decrease) in ordinary shares durin	ng the month (i.e. Total of A to E): (1) Nil (2) Nil	
Total increase / (decrease) in preference shares du	NT'1	
Total increase / (decrease) in other classes of share	N:1	
(These figures should be the same as the relevant	figures under II above ("Movements in Issued Share Capital").)	_

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.