

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/12/2009

To: Hong Kong Exchanges and	d Clearing	Limited				
Name of Issuer	SJM Hol	dings Limited				
Date Submitted	4 January	2010				
I. Movements in Authorised Sh	are Capita	al				
1. Ordinary Shares						
(1) Stock code : <u>00880</u>	_Descrip	tion: Ordinary s	shares			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding n	nonth	15,000,000,000	HK\$1.00	HK\$15,000,000,000		
Increase/(decrease)		Nil		Nil		
Balance at close of the month		15,000,000,000	HK\$1.00	HK\$15,000,000,000		
(2) Stock code : N/A	Descrip	tion:				
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding n	nonth					
Increase/(decrease)						
Balance at close of the month						

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

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	5,000,000,000	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	5,000,000,000	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant
approval date		Movement duri	ng the month		thereto	thereto as at close of
(dd/mm/yyyy) and		Wovement dur	ing the month			the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme adopted						
on 13/05/2009						
Ordinary shares						
(Note 1)						
(i) Exercise price (July 2009)						
HK\$2.82	N/A	Nil	Nil	Nil	Nil	166,700,000 (Remark a
(i) Exercise price (Oct 2009)						
HK\$4.48	N/A	Nil	Nil	Nil	Nil	1,200,000 (Remark b
Sub-total:	N/A	Nil	Nil	Nil	Nil	167,900,000
2. N/A (/ /) shares (Note 1)						
3. N/A						
(/ /) shares						
(Note 1)		T	stal A (Ondin	omr. ahomaa)	Nil	
		10	otal A. (Ordin	•		
			·	nce shares)	N/A N/A	
T. 10 1 11 1	a c	· ·		Other class)	IN/A	
Total funds raised duri	ng the month	trom exercise of		Nil		

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 during the may be issued month pursuant thereto as at pursuant Nominal value Currency of Nominal value at Exercised 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 1. 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 Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A / / 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 N/A (Preference shares) N/A (Other class)

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares shares of issuer issued of issuer which during the may be issued month pursuant thereto Currency of Amount at close Converted Amount pursuant as at close of the of preceding at close of thereto month amount during the Class and description outstanding month month the month 1. HK Dollar Denominated Zero Coupon Guaranteed Convertible Bonds Due 2015 (*Remark c*) Nil HK\$ HK\$2,000,000,000 HK\$2,000,000,000 Nil 373,831,776 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$5.35 EGM approval date (if applicable) N/A (dd/mm/yyyy)) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Total C. (Ordinary shares) Nil (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
1. <u>N/A</u>		
)	
shares (Note	()	-
2. N/A		
(/ /)	
shares (Note	Ó	
3. N/A		
)	
shares (Note	<u>)</u> ')	
Total D. (Ordinary share		
(Preference share	·	
(Other clas	s) N/A	

	Type of Issue	1 Issued Snare 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
	71		Class of shares issuable				
1.	Rights issue	At price : State N/A	(Note 1) A Issue and allotment	(/ /)		
1.	Rights issue	At price currency	date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /	,		
			Class of shares issuable (Note 1)		_		
2.	Open offer	At price : State currency N/A	A Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)		_		
3.	Placing	At price : State N/A	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)		_		
4.	Bonus issue	N/A	A Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							-

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 issued pursuant thereto as at close of the month
	2) pe 01 20040		Class of shares issuable	;			
	Scrip dividend At price . State		(Note 1) Issue and allotment	(/ /)		
5.	Scrip dividend At price: State currency	N/A	date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares	N/A	Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						-	-
			Class of shares redeemed (Note 1)				
7.	Redemption of shares	N/A	Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						-	-
			Class of shares issuable (Note 1)	·			
8.	Consideration issue At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						-	-

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer which issuer issued may be during the month issued pursuant pursuant thereto as at thereto close of the month Type of Issue Class of shares issuable (*Note 1*) (/ /) Capital Issue and allotment N/A reorganisation date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) 10. Other At price : State currency (/ /) Issue and allotment (Please specify) date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Total E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A

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 Iss	ued Sha	are Capital").)

Remarks (if any):

- a. On 13 July 2009, SJM Holdings Limited (the "**Issuer**") granted share options to participants which entitled them to subscribe for a total of 166,700,000 ordinary shares of the Issuer under the share option scheme.

 The vesting period for all of the share options is six months from the date of grant, except the vesting period for share options in respect of 30,000,000 shares is 1/3 vesting on 13 January 2010, then 1/3 vesting on each of the first and second anniversaries of such date.
- b. On 7 October 2009, the Issuer granted share options to a participant which entitled him to subscribe for a total of 1,200,000 ordinary shares of the Issuer under the share option scheme. The vesting period for all of the share options is six months from the date of grant.
- c. As stated in the announcement of the Issuer dated 24 September 2009, the Issuer and Champion Path
 Holdings Limited (a wholly-owned subsidiary of the Issuer) ("Champion Path") entered into a bond
 subscription agreement with Deutsche Bank AG, Hong Kong Branch (the "Lead Manager"), whereby the
 Lead Manager has agreed to subscribe and pay for, or procure subscribers to subscribe and pay for, the
 bonds to be issued by Champion Path in an aggregate principal amount of HK\$2,000,000,000 (the
 "Bonds"). The Issuer agreed to guarantee payment of all sums payable in relation to such Bonds.
 Please refer to the announcement of the Issuer on 24 September 2009 for further details.

Submitted by: Kwok Shuk Chong

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.*