

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :					28/02/2013														
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To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	SJM Holdings Limited
Date Submitted	5 March 2013

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00880</u> Descrip	otion : Ordinary	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	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 : <u>N/A</u> Descrip	otion :		
	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 :	N/A	_Description :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding 1	nonth		
Increase/(decrease)			_	
Balance at close of	the month			

#### 3. Other Classes of Shares

Stock code : <u>N/A</u> Des	scription :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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\$15,000,000,000

## II. Movements in Issued Share Capital

	No. of ordin	ary shares	No. of preference No. of other classe			
	(81)	(2)	shares	of shares		
Balance at close of preceding month	5,547,844,293	N/A	N/A	N/A		
Increase/ (decrease) during the month	0	N/A	N/A	N/A		
Balance at close of the month	5,547,844,293	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 option scheme including EGM					No. of new shares of issuer issued during the month pursuant	issuer which may be issued pursuant		
approval date (dd/mm/yyyy) and		Movement duri	ng the month		thereto	thereto as at close of the month		
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		the month		
Share Option Scheme adopted on 13/05/2009 Ordinary shares ( <i>Note 1</i> ) (i) Exercise price (July 2009)								
HK\$2.82	N/A	Nil	Nil	Nil	Nil	9,475,000 (Remark a		
(ii) Exercise price (Oct 2009)								
HK\$4.48	N/A	Nil	Nil	Nil	Nil	Ni (Remark b		
(iii) Exercise price (May 2010)						· · · · · · · · · · · · · · · · · · ·		
HK\$5.11	N/A	Nil	Nil	Nil	Nil	1,000,000 (Remark c		
(iv) Exercise price (May 2010)								
HK\$5.03	N/A	Nil	Nil	Nil	Nil	260,000 (Remark d		
(v) Exercise price (August 2010)						i		
HK\$7.48	N/A	Nil	Nil	Nil	Nil	3,000,000 (Remark e		
(vi) Exercise price (March 2011)						,		
HK\$12.496	N/A	Nil	Nil	Nil	Nil	111,000,000 (Remark f		
Sub-total:	N/A	Nil	Nil	Nil	Nil	124,735,000		
Tot		tal A. (Ordin		Nil				
				nce shares)	<u> </u>			
Fotal funds raised duri	ng the month	from everaise of	((	Other class)	IN/A			
options (State currency				N/A				

Woments to Income Classic Calls T		o ho Lista J	I	For Main Board ar	nd GEM listed	issuers
Warrants to Issue Shares of the Iss Description of warrants (Date of expiry - dd/mm/yyyy)		o be Listed 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
<u>1. N/A</u>						
	-					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date (if applicable)	· · · · ·	``````````````````````````````````````	-			
(dd/mm/yyyy) 2. N/A	( / /	)				
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
3. N/A						
( / / ) Stock code (if listed) Class of shares issuable (Note 1)			<u></u>			
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)		)				
4. N/A						
Class of shares	- 		<u></u>			
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
		Tota	(Prefer	nary shares) ence shares) (Other class)	N/A N/A N/A	-

	Convertibles (i.e. Convertible	into Shares of the	e Issuer which are	to be Listed)			
Stock code (if listed)         Class of shares         issuable (Nore 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         2. N/A		amount	of preceding	during the	at close of	issuer issued during the month pursuant	may be issued pursuant thereto as at close of the
Class of shares	<u>1. N/A</u>						
Class of shares							
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (id/mm/yyyy) ( / / )  2. N/A							
Subscription price         EGM approval date (if applicable) (dd/mm/yyyy)       ( / / / _ )         2. N/A							
EGM approval date (if applicable) (dd/mm/yyyy)       ( / / / _ )         2. N/A							
(dd/mm/yyyy))       ( / / / )         2. N/A	EGM approval date						
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)         3. N/A							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. N/A	Starlands (if listed)						
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / _ ) 3. N/A 							
EGM approval date (if applicable) (dd/mm/yyyy)       ( / / / )         3. N/A	issuable (Note 1)						
(if applicable) (dd/mm/yyyy)       ( / / / )         3. N/A							
(dd/mm/yyyy)       ( / / / )         3. N/A							
Stock code (if listed)	(dd/mm/yyyy)	( / /	)				
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (I / / )         4. N/A	<u>3. N/A</u>						
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (I / / )         4. N/A							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (I / / )         4. N/A							
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) 4. N/A 							
Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         (I / / )         4. N/A							
(if applicable)   (d/mm/yyyy)   4. N/A     4. N/A     4. N/A     5tock code (if listed)   Class of shares   issuable (Note 1)   Subscription price   EGM approval date   (if applicable)   (dd/mm/yyyy)   (							
(dd/mm/yyyy)       ( / / )         4. N/A							
4. N/A		( / /	)				
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A			<u>/</u>				
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A	Stock code (if listed)						<u></u>
Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)       ( / / )         Total C. (Ordinary shares)       N/A         (Preference shares)       N/A	Class of shares						
EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
(if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) N/A (Preference shares) N/A							
Total C. (Ordinary shares)     N/A       (Preference shares)     N/A	(if applicable)	, , .					
(Preference shares) N/A	(dd/mm/yyyy)	( / /	) Total	C (Ordinary	shares) N	[/Δ	
(Other class) N/A			Total				
				(Othe	r class) N	//A	-

For Main Board and GEM listed issuers 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 1)		
2. N/A		
	-	
shares (Note 1)	-	
3. <u>N/A</u>		
	-	
( / / )		
shares (Note 1)	1	
Total D. (Ordinary shares)		
(Preference shares)	N/A N/A	
(Other class)	N/A N/A	
	1 1/ 1 1	

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
			Class of shares issuable				
1.	Rights issue	At price : State <u>N/A</u>	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
2.	Open offer	At price : $\frac{\text{State}}{\text{currency}}$ $\frac{\text{N/A}}{\text{V}}$		( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
3.	Placing	At price : State	_ Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
<u> </u>			Class of shares issuable ( <i>Note 1</i> )				
4.	Bonus issue	N/A		( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

				F	For Main Bo	ard	and GEM liste	
	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
				Class of shares issuabl				
				(Note 1)	.e			
5.	Scrip dividend	At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares repurchased (Note 1)				
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 issuabl (Note 1)	e	_		
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		
	Type of Issue			No. of new shares of issuer issued during the month pursuant thereto thereto as at close of the month	
9.	Capital reorganisation	N/A	Class of shares issuable ( <i>Note 1</i> ) Issue and allotment ( / / date : (dd/mm/yyyy)		
			EGM approval date: ( / / (dd/mm/yyyy)	)	
10			Class of shares issuable( <i>Note 1</i> )	-	
10.	Other (Please specify)	At price : State	Issue and allotment ( / / date : (dd/mm/yyyy)		
			EGM approval date: ( / / (dd/mm/yyyy)	)	
			Total E. (Ordinary sh (Preference sh		
			(Other c		

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 Issued Share Capital").)				

- 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. During the period from date of grant to 28 February 2013, an aggregate of 157,225,000 shares of the Issuer were issued and allotted and no options granted had been cancelled or lapsed under this batch of share options.
- 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. The said 1,200,000 shares of the Issuer were issued and allotted in June 2010.
- c. On 19 May 2010, the Issuer granted share options to a participant which entitled her to subscribe for a total of 1,500,000 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. During the period from date of grant to 28 February 2013, an aggregate of 500,000 shares of the Issuer were issued and allotted and no options granted had been cancelled or lapsed under this batch of share options.
- d. On 26 May 2010, the Issuer granted share options to certain participants which entitled them to subscribe for a total of 500,000 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. During the period from date of grant to 28 February 2013, an aggregate of 240,000 shares of the Issuer were issued and allotted and no options granted had been cancelled or lapsed under this batch of share options.
- e. On 31 August 2010, the Issuer granted share options to directors which entitled them to subscribe for
  a total of 5,000,000 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. During the period from date of grant to
  28 February 2013, an aggregate of 2,000,000 shares of the Issuer were issued and allotted and no options
  granted had been cancelled or lapsed under this batch of share options.
- f. On 17 March 2011, the Issuer granted share options to directors which entitled them to subscribe for
  a total of 116,000,000 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. During the period from date of grant to
  28 February 2013, an aggregate of 5,000,000 shares of the Issuer were issued and allotted and no options
  granted had been cancelled or lapsed under this batch of share options.

 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.