

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/08/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	SJM Holdings Limited
Date Submitted	2 September 2014

I. Movements in Authorised Share Capital

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

# 3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	otion :		
	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*) : \_\_\_\_\_ N/A

## II. Movements in Issued Share Capital

	No. of ordin	ary shares	No. of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	5,655,729,293	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	5,655,729,293	N/A	N/A	N/A

## III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM	·	Schemes of the I	,		No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant
approval date (dd/mm/yyyy) and		Movement dur	ing the month		thereto	thereto as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
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	6,390,00 (Remark a
(ii) Exercise price (October 2009)						. <u> </u>
HK\$4.48	N/A	Nil	Nil	Nil	Nil	N (Remark)
(iii) Exercise price (May 2010)						
HK\$5.11	N/A	Nil	Nil	Nil	Nil	200,00 (Remark
(iv) Exercise price (May 2010)						
HK\$5.03	N/A	Nil	Nil	Nil	Nil	260,00 (Remark)
(v) Exercise price (August 2010)						
HK\$7.48	N/A	Nil	Nil	Nil	Nil	3,000,00 (Remark
(vi) Exercise price (March 2011)						
HK\$12.496	N/A	Nil	Nil	Nil	Nil	7,000,00 (Remark
(vii) Exercise price (October 2013)						
HK\$22.00	N/A	Nil	Nil	66,000	Nil	50,346,00 ( <i>Remark</i>
Sub-total:	N/A	Nil	Nil	66,000	Nil	67,196,00
		Тс	otal A. (Ordin	ary shares)	Nil	
		10		nce shares)	N/A	
			· ·	Other class)	N/A	
otal funds raised durir ptions (State currency	-	from exercise of		N/A		

	1.1.7	T • , 1	issuers			
Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Non nominal		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>	_					
	-					<u></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		)				
( / / )						. <u> </u>
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy) 4. N/A	( / /	)				
Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
		Total		nary shares)	N/A	
				ence shares) Other class)	N/A N/A	

Convertibles (i.e. Convertible	into Shares of th	e Issuer which are	to be Listed)		No. of new	
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	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						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)) _ 2. N/A	( / /	)				
2. IV/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 ( <i>Note 1</i> ) Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / /	)				
4. N/A						
-						
Stock onder (if listed)						
Stock code (if listed) Class of shares						
issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
	. , ,	Total	C. (Ordinary			-
			(Preference (Othe	shares) N/ r class) N/		-
			(0.110)			-

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		
2. <u>IV/A</u>		
shares (Note 1)		
3. N/A		
	-	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

1. Rights issue       At price : State currency       N/A       Issue and allotment date : $(///)$ 1. Rights issue       At price : State currency       N/A       Issue and allotment date : $(///)$ 2. Open offer       At price : State currency       N/A       Class of shares issuable (///)         2. Open offer       At price : State currency       N/A       Issue and allotment date : $(///)$ 3. Placing       At price : State currency       N/A       Class of shares issuable (///)         3. Placing       At price : State currency       N/A       Issue and allotment (///)         Glass of shares issuable		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 : $\frac{State}{currency}$ N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         2. Open offer       At price : $\frac{State}{currency}$ N/A       Issue and allotment (Note 1)       ( / / )         2. Open offer       At price : $\frac{State}{currency}$ N/A       Issue and allotment (Note 1)       ( / / )         3. Placing       At price : $\frac{State}{currency}$ N/A       Issue and allotment (Note 1)       ( / / )         3. Placing       At price : $\frac{State}{currency}$ N/A       Issue and allotment (Note 1)       ( / / )         4. Bonus issue       N/A       Issue and allotment (Note 1)       ( / / )       ( / / )         4. Bonus issue       N/A       Issue and allotment (Note 1)       ( / / )       ( / / )         4. Bonus issue       N/A       Issue and allotment (Note 1)       ( / / )       ( / / )         5. GM approval date:       ( / / )       Issue and allotment (More 1)       ( / / )       ( / / )         4. Bonus issue       N/A       Issue and allotment (See and allotment (More 1)       ( / / )       ( / / )         EGM approval date:       ( / / )       Issue and allotment (Note 1)       ( / / )       ( / / )				Class of shares issuable				
1. Right issue       At price : currency       Image: currency       Image: At price : currency </td <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>								
2. Open offer At price : State currency $\frac{N/A}{I}$ Issue and allotment $( / / )$ dd/mm/yyyy) EGM approval date: $( / / )$ ( / / ) EGM approval date: $( / / )$ EGM approval date: $( / / )$	1.	Rights issue	At price : State <u>N/A</u>		( / /	)		
2. Open offer       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ EGM approval date: $(// / )$ EGM approval date: $(// / )$ (d/mm/yyyy) $(// / )$ EGM approval date: $(// / )$ 3. Placing       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ 3. Placing       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ GM approval date: $(// / )$ EGM approval date: $(// / )$ 4. Bonus issue $\frac{N/A}{N/A}$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ EGM approval date: $(// / )$ $(// / )$ $(// / )$ EGM approval date: $(// / )$ $(// / )$ EGM approval date: $(// / )$ $(// / )$					( / /	)		
2. Open offer       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ EGM approval date: $(// / )$ EGM approval date: $(// / )$ (d/mm/yyyy) $(// / )$ EGM approval date: $(// / )$ 3. Placing       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ 3. Placing       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ GM approval date: $(// / )$ EGM approval date: $(// / )$ 4. Bonus issue $\frac{N/A}{N/A}$ Issue and allotment date : $(d/mm/yyyy)$ $(// / )$ EGM approval date: $(// / )$ $(// / )$ $(// / )$ EGM approval date: $(// / )$ $(// / )$ EGM approval date: $(// / )$ $(// / )$								
2. Open other At price : currency $(dd)$ $($								
3. Placing       At price : $\frac{State}{currency}$ $\frac{N/A}{Issue and allotment}$ $( / / )$ Bonus issue $\frac{N/A}{Issue and allotment}$ $( / / )$ 4. Bonus issue $\frac{N/A}{Issue and allotment}$ $( / / )$ EGM approval date: $( / / )$ $(Mote 1)$ $( / / )$	2.	Open offer	At price : State		( / /	)		
3. Placing       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyy)$ $(///)$ Bonus issue $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 4. Bonus issue $N/A$ Issue and allotment $(///)$ $(///)$ EGM approval date: $(///)$ $(///)$					( / /	)		
3. Placing       At price : $\frac{State}{currency}$ $N/A$ Issue and allotment date : $(d/mm/yyy)$ $(///)$ Bonus issue $N/A$ Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 4. Bonus issue $N/A$ Issue and allotment $(///)$ $(///)$ EGM approval date: $(///)$ $(///)$								
3. Placing       At price : currency       Issue and allother induction date: $(dd/mm/yyyy)$ EGM approval date: $(dd/mm/yyyy)$ EGM approval date: $(//)$ 4. Bonus issue       N/A       Issue and allotment $(//)$ M/A       Issue and allotment $(dd/mm/yyyy)$ EGM approval date: $(//)$								
4. Bonus issue $\frac{N/A}{Issue and allotment}$ $( / / )  EGM approval date: ( / / )$	3.	Placing	At price : State <u>N/A</u>		( / /	)		
4. Bonus issue M/A Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / )					( / /	)		
4. Bonus issue M/A Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / )								· · · · · · · · · · · · · · · · · · ·
4. Bonus issue								
E offi upprovid date.	4.	Bonus issue	<u>N/A</u>		( / /	)		
					( / /	)		

	Type of Issue			Fo	r Maiı	n Boa		and GEM liste No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
				Class of shares issuable ( <i>Note 1</i> )			_		
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 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				
	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	_N/A_	Class of shares issuable ( <i>Note 1</i> )			
			Issue and allotment ( / date : (dd/mm/yyyy)	//)		
			EGM approval date: ( / (dd/mm/yyyy)	′/)		
10.	. Other (Please specify) At price : State currency		Class of shares issuable( <i>Note 1</i> )			
		At price : $\frac{\text{State}}{\text{currency}} - \frac{\text{N/A}}{\text{-}}$	Issue and allotment ( / date : (dd/mm/yyyy)	//)		
			EGM approval date: ( / (dd/mm/yyyy)	/ / )		
			Total E. (Ordin	nary share	s) N/A	
			(Prefere	ence shares	s) N/A	- -
			((	Other class	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A		
	(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").)				

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- 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 31 August 2014, an aggregate of 160,310,000 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 31 August 2014, an aggregate of 1,300,000 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 31 August 2014, 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
  31 August 2014, 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
  31 August 2014, an aggregate of 109,000,000 shares of the Issuer were issued and allotted and no options
  granted had been cancelled or lapsed under this batch of share options.

g. On 8 October 2013, the Issuer granted share options to a director and certain participants which entitled them to subscribe for a total of 50,460,000 ordinary shares of the Issuer under the share option scheme. The vesting period for share options in respect of 47,460,000 shares is approximately 34% vesting on six months from the grant date, approximately 33% vesting on one year and six months from the grant date, and the remaining 33% vesting on two years and six months from the grant date. The vesting period for share options in respect of 3,000,000 shares is approximately 34% vesting on one year from the grant date, then approximately 16.5% vesting on two years, three years, four years and five years from the grant date respectively. During the period from date of grant to 31 August 2014, no shares of the Issuer were issued or allotted and no options granted had been cancelled, and an aggregate of 114,000 share options had been 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.