

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 29/02/2012 |
|------------------------------------|------------|
| | |

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | SJM Holdings Limited |
|----------------|----------------------|
| Date Submitted | 5 March 2012 |

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 | _Descripti | on : | | |
|---------------------|-------------|------------|--------------------------|----------------------------------|---|
| | | | No. of preference 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 | _ | | · · | |

3. Other Classes of Shares

| Stock code : <u>N/A</u> Descr | iption : | | |
|-------------------------------------|--------------------------------|----------------------------------|---|
| | 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 classes |
|--|---------------|------------|-------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 5,522,479,293 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | 200,000 | N/A | N/A | N/A |
| Balance at close of the month | 5,522,679,293 | 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 | | | | | No. of new shares of issuer issued during | No. of new shares of issuer which may be |
|---|---------|------------------|----------------|--------------|---|--|
| including EGM | | | | | the month pursuant | issued pursuant |
| approval date | | Movement due | ring the month | | thereto | thereto as at close of |
| (dd/mm/yyyy) and | | | 0 | | | 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 | 200,000 | Nil | Nil | 200,000 | 32,640,00 (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 | 260,00 (Remark a |
| (v) Exercise price (August 2010) | | | | | | |
| HK\$7.48 | N/A | Nil | Nil | Nil | Nil | 5,000,00 (Remark e |
| (vi) Exercise price (March 2011) | | | | | | |
| HK\$12.496 | N/A | Nil | Nil | Nil | Nil | 111,000,00 (Remark j |
| Sub-total: | N/A | 200,000 | Nil | Nil | 200,000 | 149,900,00 |
| | | Te | otal A. (Ordir | nary shares) | 200,000 | |
| | | | · · | ence shares) | N/A | |
| | | | | Other class) | N/A | |
| Total funds raised durin options (State currency | | from exercise of | | IK\$564,000 | | |

| | For Main Board and GEM lis | | | | | issuers |
|---|----------------------------|---|------------|---|--|--|
| Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of 2 nominal | Nominal value at close of preceding month | during the | 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> | | | <u> </u> | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | - | | | |
| Subscription price EGM approval date | | | - | | | |
| (if applicable) (dd/mm/yyyy) 2. N/A | (/ / |) | - | | | |
| | - | | | . <u> </u> | | . <u> </u> |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price | | | - | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A | (/ / |) | - | | | |
| | | . <u> </u> | | . <u> </u> | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | - | | | |
| EGM approval date | | | - | | | |
| (if applicable) (dd/mm/yyyy) 4. N/A | (/ / |) | - | | | |
| | - | | | <u> </u> | | <u></u> |
| Class of shares issuable (<i>Note 1</i>) | | | - | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | - | | | |
| | | Tota | | 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) | | | |
|--|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| Class and description | Currency of amount outstanding | Amount at close of preceding month | 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 |
| <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)) | (/ / |) | | | | |
| <u>2. N/A</u> | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | |
| <u>3. N/A</u> | | | | | | |
| | | | | | | |
| | | | <u> </u> | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) 4. N/A | (/ / |) | | | | |
| 4. N/A | | | | | | |
| | _ | | | | | |
| Stock and (if listed) | | | | | | <u> </u> |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (<i>Note 1</i>) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | (1 1 | \ \ | | | | |
| (dd/mm/yyyy) | (/ / |) Total | C. (Ordinary | shares) | N/A | |
| | | | (Preference | shares) | N/A | - |
| | | | (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> | - | |
| | | |
| | - | |
| · · · · · · · · · · · · · · · · | | |
| 2. <u>N/A</u> | - | |
| | - | |
| | - | |
| 3. N/A | | |
| | | |
| | - | |
| shares (Note 1) | - | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A N/A | |
| (Other class) | N/A | |
| | | |

Other Movements in Issued Share Capital

| 1. Rights issue At price : State currency N/A Issue and allotment (///) Issue and allotment (///) (///) EGM approval date: (///) | | Type of Issue | Issued Share 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 |
|---|----|---------------|---------------------------|-----|---------------------|-------|---|--|---|
| 1. Rights issue At price : State currency N/A Issue and allotment date : $(d/mm/yyyy)$ $(///)$ EGM approval date: $(///)$ EGM approval date: $(///)$ $(///)$ 2. Open offer At price : State currency N/A Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 2. Open offer At price : State currency N/A Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 3. Placing At price : State currency N/A Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 3. Placing At price : State currency N/A Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 4. Bonus issue N/A Issue and allotment date: $(///)$ $(///)$ $(///)$ 4. Bonus issue N/A Issue and allotment date: $(///)$ $(///)$ EGM approval date: $(///)$ Issue and allotment date: $(///)$ $(///)$ 4. Bonus issue N/A Issue and allotment date: $(///)$ $(///)$ | | | | | | | | | |
| EGM approval date: $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$ Class of shares issuable Class of shares issuable EGM approval date: $(//)$ EGM approval date: $(//)$ | 1. | Rights issue | At price : State <u>N</u> | I/A | Issue and allotment | (/ / |) | | |
| 2. Open offer At price : $\frac{State}{currency}$ N/A Issue and allotment date : $(d/mn/yyyy)$ EGM approval date: $(d/mn/yyyy)$ $(// /)$ Bonus issue N/A Issue and allotment date : $(d/mn/yyyy)$ Class of shares issuable (Note 1) $(// /)$ Bonus issue N/A Issue and allotment date : $(// /)$ Class of shares issuable (Note 1) $(// /)$ Glass of shares issuable ($// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ Glass of shares issuable ($// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ EGM approval date: $(// /)$ $(// /)$ | | | | | EGM approval date: | (/ / |) | | |
| 2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) (///) EGM approval date: (///) (///) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (///) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (///) 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) (///) (///) 4. Bonus issue N/A Issue and allotment (///) (///) (///) EGM approval date: (///) EGM approval date: (///) (///) EGM approval date: (///) (///) | | | | | | | | | |
| 2. Open other At price : currency $(date : (dd/mm/yyyy))$ EGM approval date: $(//)$ (dd/mm/yyyy) 3. Placing At price : State N/A Issue and allotment $(//)$ date : (dd/mm/yyyy) EGM approval date: $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$ | | | | | | | _ | | |
| 3. Placing At price : State currency N/A Issue and allotment (///) Glass of shares issuable | 2. | Open offer | At price : State <u>N</u> | I/A | | (/ / |) | | |
| 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ $\frac{\text{N/A}}{\text{M}}$ Issue and allotment $\frac{(/ /)}{\text{date : (dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ 4. Bonus issue $\frac{\text{N/A}}{\text{M}}$ Issue and allotment $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(/)}$ EGM approval date: $\frac{(/ /)}{(/)}$ EGM approval date: $\frac{(/ /)}{(/)}$ | | | | | | (/ / |) | | |
| 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ $\frac{\text{N/A}}{\text{M}}$ Issue and allotment $\frac{(/ /)}{\text{date : (dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ 4. Bonus issue $\frac{\text{N/A}}{\text{M}}$ Issue and allotment $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(\text{dd/mm/yyyy)}}$ EGM approval date: $\frac{(/ /)}{(/)}$ EGM approval date: $\frac{(/ /)}{(/)}$ EGM approval date: $\frac{(/ /)}{(/)}$ | | | | | | | | | |
| 3. Placing At price : currency Instant (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) (dd/mm/yyyy) 4. Bonus issue N/A Issue and allotment (/ /) (/ /) date : (dd/mm/yyyy) EGM approval date: EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /) | | | | | | | _ | | |
| 4. Bonus issue N/A Issue and allotment $(//)$ Bonus issue $O(A) = O(A)$ Bonus issue $O(A) = O$ | 3. | Placing | At price : State | I/A | | (/ / |) | | |
| 4. Bonus issue M/A Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) | | | | | | (/ / |) | | |
| 4. Bonus issue $ \begin{array}{c} (Note 1)\\ \hline N/A \\ EGM approval date: \end{array} $ $ \begin{array}{c} (//)\\ (/)\\ ($ | | | | | | | | | |
| 4. Bonus issue | | | | | | | | | |
| | 4. | Bonus issue | <u>_N</u> | I/A | | (/ / |) | | |
| | | | | | | (/ / |) | | |
| | | | | | | | | | |

| | Type of Issue | | | | | | 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 (<i>Note 1</i>) | | | | |
| 7. | Redemption of shares | | N/A | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | |
| | | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 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 | | | | |
|-----|------------------------|---|---------------------------|-------------------------|-------------|---------------|
| | | | | | lo. of new | No. of new |
| | | | | | shares of | shares of |
| | | | | iss | suer issued | issuer which |
| | | | | d | luring the | may be |
| | | | | | month | issued |
| | | | | 1 | pursuant | pursuant |
| | | | | | thereto | thereto as at |
| | | | | | | close of the |
| | Type of Issue | | | | | month |
| | K • | | | | | |
| | | | Class of shares issuable | | | |
| | | | (Note 1) | | | |
| | | | | | | |
| | Capital reorganisation | | Issue and allotment (/ / |) | | |
| 9. | | | date : (dd/mm/yyyy) | | | |
| | | N/A | | | | |
| | e | 11/21 | EGM approval date: (/ / |) | | |
| | | | (dd/mm/yyyy) | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | - | · |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | Class of shares issuable | | | |
| | | | | | | |
| | | | (Note 1) | | | |
| 10. | Other | At price : $\frac{\text{State}}{\text{currency}}$ - $\frac{\text{N/A}}{\text{-}}$ | Issue and allotment (/ / |) | | |
| | (Please specify) | currency | date : (dd/mm/yyyy) | / | | |
| | | | | | | |
| | | | EGM approval date: (/ / |) | | |
| | | | (dd/mm/yyyy) | | | |
| | | | | | | · · · |
| - | | | | h and c) | NT / A | |
| | | | Total E. (Ordinary s | | N/A | |
| | | | (Preference s | | N/A | |
| | | | (Other | class) | N/A | |
| | | | | | | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 200,000 | | | |
|--|-----|---------|--|--|--|
| | (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 29 February 2012, an aggregate of 134,060,000 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 29 February 2012, 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 29 February 2012, 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
29 February 2012, no shares of the Issuer were issued or 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
 29 February 2012, 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.