

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

For the month ended (dd/mn	n/yyyy):	31/12/2012			
To: Hong Kong Exchanges an	d Clearing L	imited			
Name of Issuer	SOHO Chi	na Limited (the "	Company")		
Date Submitted	31/12/2012				
I. Movements in Authorised Share Capital					
1. Ordinary Shares					
(1) Stock code : <u>410</u>	Description	on: Ordinary	Shares		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding i	nonth	7,500,000,000	HK\$0.02	HK\$150,000,000	
Increase/(decrease)	_	NIL		NIL	
Balance at close of the month		7,500,000,000	HK\$0.02	HK\$150,000,000	
(2) Stock code :	Description	on :			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding i	Balance at close of preceding month		<del> </del>		
Increase/(decrease)	_				
Balance at close of the month					

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

# II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes of	
	(1)	(2)	shares	shares	
Balance at close of preceding month	5,112,616,800	N/A	N/A	N/A	
Increase/ (decrease) during the month	0	N/A	N/A	N/A	
Balance at close of the month	5,112,616,800	N/A	N/A	N/A	

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under Sha	re Option S	chemes of the	e Issuer)			
Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable			uring the mont	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	
	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO Share						
Option Scheme – Granted on 14 /09/2007	NIL	NIL	28,480	NIL	NIL	5,481,660
Exercise Price: HK\$ 8.3						
(14/09/2007)						
ordinary shares						
(Note 1)  2. Share Option Scheme - Granted on 30 /01/2008 Exercise Price: HK\$ 6.1 (14 /09/2007)	NIL	NIL	NIL	NIL	NIL	2,606,000
ordinary shares						
(Note 1)  3. Share Option Scheme – Granted on 30/06/2008 Exercise Price: HK\$ 4.25 (14 /09/2007) ordinary shares	NIL	NIL	NIL	NIL	NIL	300,000

Share Options (under Share Option Schemes of the Issuer) (Continued) No. of new shares No. of new shares Particulars of share of issuer issued of issuer which option scheme during the month may be issued including EGM approval pursuant thereto pursuant thereto Movement during the month date as at close of the (dd/mm/yyyy) and class month of shares issuable Granted Exercised Cancelled Lapsed 4. Share Option Scheme - Granted NIL **NIL** NIL NIL NIL 8,184,000 on 06/11/2012 Exercise Price: HK\$ 5.53 ordinary shares (*Note 1*) Total A. (Ordinary shares) (Preference shares) N/A (Other class) N/A

N/A

Total funds raised during the month from exercise of

options (State currency)

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 during the which may be issued month pursuant pursuant Nominal value thereto as thereto Currency at close of Exercised at close of Description of warrants of nominal preceding during the Nominal value at the month (Date of expiry - dd/mm/yyyy) value month month close of the month N/A/ / 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) ( / / )

## For Main Board and GEM listed issuers

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
3.						
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	( / /	)				
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
(0.0.1		Т		Ordinary shares)eference shares) (Other class)	N/A N/A N/A	- - -

Convertibles (i.e. Convertibles)  Class and description			· Amo	ount at close 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
1. 3.75% Convertible Bone	ds							
Due 2014								
		HK\$	2,8	00,000,000	0	2,800,000,000	0	532,319,392
Stock code (if listed) Class of shares		410		_				
issuable (Note 1)	ordir	nary shares						
Subscription price		5.26 per share	2	_				
EGM approval date		•		_				
(if applicable)								
(dd/mm/yyyy))		( / /	)	_				
2.								
-								
Stock code (if listed)						-		
Class of shares				=				
issuable (Note 1)				=				
Subscription price				_				
EGM approval date (if applicable)								
(dd/mm/yyyy)		( / /	)					
3.			,	_				
	,							
Stock code (if listed)				_				
Class of shares issuable ( <i>Note 1</i> )								
Subscription price				_				
EGM approval date				_				
(if applicable)								
(dd/mm/yyyy)		( / /	)	_				
4.								
Ctarlanda (if lintad)						_		<del></del>
Stock code (if listed) Class of shares				=				
issuable (Note 1)								
Subscription price				_				
EGM approval date			_					
(if applicable)		(	`					
(dd/mm/yyyy)		( / /	)	_	Total C. (Ordi	nary charee)	N/A	
						ence shares)	N/A	-
						Other class)	N/A	<u>-</u>
1					`	· —		-

### 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. N/A		
	)	
shares (Note 1	)	
2.		
2		
( / /	)	
shares (Note 1	)	
3.		
J	<del> </del>	
( / /	)	
shares (Note 1	)	
T-4-1 D (O-1'1	) ) ) ) ) ) ) ) ) ) ) ) ) ) ) ) ) ) )	
Total D. (Ordinary shares		
(Preference shares		
(Other class	N/A	

Oil	ner Movements	in 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
	Type of Issue						
			Class of shares issuable ( <i>Note 1</i> )		_		
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )		_		
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )		_		
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )		_		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		

#### For Main Board and GEM listed issuers

					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
	Type of Issue					
5.	Scrip dividend	At price: State currency ——	Class of shares issuable ( <i>Note 1</i> )  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)  AGM approval date: (dd/mm/yyyy)	<u>ordinary</u>	N/A	N/A
7.	Redemption of shares		Class of shares redeemed (Note 1)  Redemption date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	N/A	N/A
8.	Consideration issue	At price : State currency	Class of shares issuable ( <i>Note 1</i> )  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	N/A	N/A

N/A

	ŀ	or Main Boar	d and GEM listed	issuers
			No. of new shares of issuer issued during the month pursuant thereto	of issuer which may be issued pursuant thereto as at close of the month
Type of Issue				
	Class of shares issuable ( <i>Note 1</i> )			
9. Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( / / )	N/A	N/A
	EGM approval date: (dd/mm/yyyy)	( / / )		
10. Other (Please specify) At price : State currency	Class of shares issuable (Note 1)  — Issue and allotment date: (dd/mm/yyyy)  EGM approval date:	( / / ) ( / / )	N/A	N/A
	(dd/mm/yyyy)			_
	Total (Pre	E. (Ordina share eference share (Other class	es) N/A es) N/A	- - -
Total increase / (decrease) in ordinary share	es during the month (i.e. To	otal of A to E):	(1) N	J/A
			$(2)$ $\overline{N}$	J/A
Total increase / (decrease) in preference sha	ares during the month (i.e.	Total of A to I	E):	J/A

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):				
22,300,500 shares repurchased by the Company in December 2012 have not yet been cancelled.				
Submitted by: Yan Yan Yan				
Title: Director				
(Director, Secretary or other duly authorised officer)				
Notes:				

State the class of shares (e.g. ordinary, preference or other).

If there is insufficient space, please append the prescribed continuation sheet.

1.

2.