

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :28/02/2013

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Xiangyu Dredging Holdings Limited |
|----------------|-----------------------------------|
| Date Submitted | 1/3/2013 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|-------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code : <u>871</u> Descri | ption : Ordinary | Shares | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 10,000,000,000 | HK\$0.1 | HK\$1,000,000,000 |
| Increase/(decrease) | <u> </u> | | <u> </u> |
| Balance at close of the month | 10,000,000,000 | <u>HK\$0.1</u> | _HK\$1,000,000,000 |
| (2) Stock code : <u>N/A</u> Descri | ption : | | |
| | 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 : $\underline{N/4}$ | A Descri | ption : | | |
|--------------------------------|----------------|--------------------------|----------------------------------|---|
| | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of pr | receding month | | | |
| Increase/(decrease) | | | | |
| Balance at close of the | e month | | | |

3. Other Classes of Shares

| Stock code : | N/A | Descri | ption : | | |
|------------------|-------------|---------|--------------------------------|----------------------------------|---|
| | | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close | of precedin | g month | | | |
| Increase/(decrea | se) | | | | |
| Balance at close | of the mont | h | | | |

Total authorised share capital at the end of the month (State
currency) :HK\$1,000,000,000

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 | 800,000,000 | N/A | N/A | N/A | |
| Increase/ (decrease) during the month | | N/A | N/A | N/A | |
| Balance at close of the month | 800,000,000 | N/A | N/A | <u>N/A</u> | |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| | | | | No. of new shares of issuer issued during | No. of new shares of issuer which may be |
|---------|------------------|---|--|---|--|
| | | | | the month pursuant | issued pursuant thereto |
| | Movement duri | ng the month | | thereto | as at close of the month |
| | Wovement dur | ing the month | | - | |
| | | | | | |
| Granted | Exercised | Cancelled | Lapsed | | |
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| 0 | 0 | 0 | 0 | 0 | 54,000,000 |
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| 0 | 0 | 0 | 0 | 0 | 12,000,000 |
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| | Те | | | | |
| | | | | | |
| | | (0 | Other class) | N/A | |
| | from exercise of | of | | | |
| () | | | N/A | | |
| | 0 0 | Granted Exercised 0 0 0 0 0 0 Transport ng the month from exercise of | 0 0 0 0 0 0 0 0 0 Total A. (Ordin (Prefere () () | Granted Exercised Cancelled Lapsed 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 Total A. (Ordinary shares) (Preference shares) (Other class) (Other class) ng the month from exercise of 0 | Movement during me month Granted Exercised Cancelled Lapsed 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 Total A. (Ordinary shares) (Preference shares) (Other class) N/A (Other class) N/A |

| Description of warrants (Date of expiry - dd/mm/yyyy) | | Nominal va close c preceding r | f dı | xercised uring 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 | | | <u> </u> | | | | |
| (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) | (/ / | ′) | | | | | |
| <u>3. 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) | (/ / | ′) | | | | | |
| 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. | | nary shares) | N/A | _ |
| | | | | | ence shares) Other class) | N/A N/A | - |
| | | | | (| | 11//1 | _ |

For Main Board and GEM listed issuers

| Convertibles (i.e. Convertible i | | | | | 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 |
|--|---|--|----------------------------------|------------------------------------|--|--|
| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | | close of the month |
| 1. N/A | outstanding | monun | monui | montin | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| 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) | (/ /) | | | | | |
| 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) | (/ /) | | | | | |
| <u>4. N/A</u> | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| | , | , | | nary shares) | | _ |
| | | | | ence shares) | | _ |
| | | | () | Other class) | N/A | - |

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: 1. <u>N/A</u> | 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 |
|---|---|--|
| (/ /)) shares (Note 1) 2. N/A | - | |
| (/ /) shares (Note 1) | - | |
| 3. N/A | - | |
| Total D. (Ordinary shares) (Preference shares) (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)

| | Type of Issue | ssued 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 |
|----|---------------|------------------------------|---|-------|----|--|---|
| | | | Class of shares issuable | | | | |
| 1. | Rights issue | At price : State | (Note 1) Issue and allotment | (/ / |) | | |
| | | currency | date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | |
| | | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 2. | Open offer | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | |
| | | | Class of shares issuable | | | | |
| | | | (Note 1) | | `` | | |
| 3. | Placing | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | <u></u> |
| | | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | |
| | | | | | | | |

| | | Fo | r Main | Boar | d and GEM listed No. of new | No. of new |
|----|---|---|--------|------|--|---|
| | Type of Issue | | | | shares of issuer issued during the month pursuant thereto | shares of issuer which may be issued pursuant thereto as at close of the month |
| | | | | | | |
| | | Class of shares issuable (Note 1) | | | | |
| 5. | Scrip dividend At price : State currency — | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N7/4 | |
| | | | | | <u>N/A</u> | |
| | | Class of shares repurchased (<i>Note 1</i>) | | | | |
| 6. | Repurchase of shares | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | |
| | | | | | | |
| | | Class of shares redeemed (<i>Note 1</i>) | | | | |
| 7. | Redemption of shares | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | NT/ A | |
| | | | | | <u>N/A</u> | |
| | | Class of shares issuable (Note 1) | | | | |
| 8. | Consideration issue At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | N/A | · |
| | | | | | | |

| | | | Fo | or Main Boar | d 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 |
| | | | Class of shares issuable (<i>Note 1</i>) | | | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | | |
| | | | | | <u>N/A</u> | |
| | | | Class of shares issuable (Note 1) | | | |
| 10. | Other (Please specify) | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | N/A | |
| | | | | rdinary share ference share (Other clas | 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").) | | |

| Submitted by:Elsie Wong |
|--|
| 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.