



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/7/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Xiangyu Dredging Holdings Limited

Date Submitted 2/8/2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 871 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | <u>10,000,000,000</u>     | <u>HK\$0.1</u>                             | <u>HK\$1,000,000,000</u>                                 |
| Increase/(decrease)                 | <u>-</u>                  |  | <u>-</u>   |
| Balance at close of the month       | <u>10,000,000,000</u>     | <u>HK\$0.1</u>                             | <u>HK\$1,000,000,000</u>                                 |

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | _____                     | _____                                      | _____  |
| Increase/(decrease)                 | _____                     |  | _____  |
| Balance at close of the month       | _____                     | _____                                      | _____  |

## 2. Preference Shares

|                                     |            |                          |  |   |
|-------------------------------------|------------|--------------------------|--|---|
| Stock code :                        | <u>N/A</u> | Description :            | _____                                  |   |
|                                     |            | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month |            | _____                    | _____                                  | _____   |
| Increase/(decrease)                 |            | _____                    |  | _____   |
| Balance at close of the month       |            | _____                    | _____                                  | _____   |

## 3. Other Classes of Shares

|                                     |            |                                |  |   |
|-------------------------------------|------------|--------------------------------|--|---|
| Stock code :                        | <u>N/A</u> | Description :                  | _____                                  |   |
|                                     |            | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| 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\$1,000,000,000**

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |            | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)        |                         |                                |
| Balance at close of preceding month   | <u>800,000,000</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>-</u>               | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>800,000,000</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|------------|--|---|
|  | Granted                   | Exercised | Cancelled                  | Lapsed     |  |   |
| 1. Share Option Scheme<br>Exercise price:<br>HK\$2.192<br>( 24/ 5/ 2011 )<br><b>Ordinary shares</b>      | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>   | <u>0</u>   | <u>54,000,000</u>   |
| (Note 1)   |                           |           |                            |            |  |   |
| 2. Share Option Scheme<br>Exercise price:<br>HK\$1.920<br>( 24/ 5/ 2011 )<br><b>Ordinary shares</b>      | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>   | <u>0</u>   | <u>26,000,000</u>   |
| (Note 1)   |                           |           |                            |            |  |   |
| 3. N/A   |                           |           |                            |            |  |   |
| ( / / )<br>shares  |                           |           |                            |            |  |   |
| (Note 1)   |                           |           |                            |            |  |   |
|  |                           |           | Total A. (Ordinary shares) |            | <u>N/A</u>   |   |
|  |                           |           | (Preference shares)        |            | <u>N/A</u>   |   |
|  |                           |           | (Other class)              |            | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            | <u>N/A</u> |  |   |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of<br>the month |
|--|---------------------------------|---|----------------------------------|---|--|---|
| 1. N/A   |                                 |   |                                  |   |  |   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |   |
| 2. N/A   |                                 |   |                                  |   |  |   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |   |
| 3. N/A   |                                 |   |                                  |   |  |   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |   |
| 4. N/A   |                                 |   |                                  |   |  |   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                 |   |                                  |   |  |   |
| Total B.   |                                 |   |                                  |   | (Ordinary shares)  | <u>N/A</u>  |
|  |                                 |   |                                  |   | (Preference shares)  | <u>N/A</u>  |
|  |                                 |   |                                  |   | (Other class)  | <u>N/A</u>  |

## Convertibles (i.e. Convertible into Shares of the 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. N/A   |                                |                                    |                            |                              |  |   |
| 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 ( <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 ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | <b>N/A</b>   |   |
| (Preference shares)                            |                                |                                    |                            |                              | <b>N/A</b>   |   |
| (Other class)                                  |                                |                                    |                            |                              | <b>N/A</b>   |   |



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

## 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 |
|---------------|----------------------|---------------------------------|--|---|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A   |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased _____<br><i>(Note 1)</i><br>Cancellation date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)  | N/A   |
| 7.            | Redemption of shares |                                 | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)       | N/A   |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A   |



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  | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )                                    | N/A  |   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A  |   |
| Total E.                   |  | (Ordinary shares) <u>N/A</u>   |   |
|                            |  | (Preference shares) <u>N/A</u>                                       |   |
|                            |  | (Other class) <u>N/A</u>   |   |

|   |     |            |
|---|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <u>N/A</u> |
|   | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> |     |            |

