

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

For the month ended (dd/mm/yyyy) :30/11/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Xiangyu Dredging Holdings Limited
Date Submitted	03/12/2013

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)			
Balance at close of the month	10,000,000,000	HK\$0.1	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 :	N/A	Description :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding i	nonth		
Increase/(decreas	se)			
Balance at close	of the month			

#### 3. Other Classes of Shares

Stock code :	N/A	Descrij	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 mon	th			

Total authorised share capital at the end of the month (State<br/>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	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme	1				No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share	Ofailled	Exercised	Calicelleu	Lapseu		
Option Scheme						
Exercise price:						
HK\$2.192						
<u>(24/5/2011)</u>						
Ordinary	0	0	0	0	0	54,000,000
shares						- ,
(Note 1)						
2. Share						
Option Scheme						
Exercise price:						
HK\$1.920						
(24/5/2011)						
Ordinary						
shares	0	0	0	0	0	12,000,000
(Note 1)						
(10010-1)						
3. Share						
Option Scheme						
Exercise price:						
HK\$2.176						
(24/5/2011)						
Ordinary	0	0	0	0	0	<b>7</b> (00 000
shares	0	0	0	0	0	7,600,000
(Note 1)						
. ,		Te	otal A. (Ordin	ary shares)	N/A	
				nce shares)	N/A	
				Other class)	N/A	
Total funds raised du	ring the month	from exercise o				
options (State currend			/1	N/A		
T (2 save carlon	57					

Description of warrants	Currency of No nominal value pro		Exercised during the	Nominal value at close of the	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
(Date of expiry - dd/mm/yyyy) 1. N/A	value pre		month	month		
1. 10/1						
( / / )						
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	( / /	)				
2.10/1						
	·					
( / / )						
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 (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
4. N/A		)				
						<u> </u>
( / / )						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / /	)				
		Total		nary shares)	N/A	-
				ence shares) Other class)	N/A N/A	-
			C		11/11	-

#### For Main Board and GEM listed issuers

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. Convertible Bonds in		monui	monui	monui		
principal amount of HK\$243 million accrued at 3% per ann due 2016	um					
	НК					
	Dollar	0	0	243,000,000	0	90,000,000
Stock code (if listed)	NA					<u>, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>
Class of shares issuable ( <i>Note 1</i> )	Ordinary					
Subscription price	HK\$2.70					
EGM approval date						
(if applicable) (dd/mm/yyyy))	(1 1)					
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 (Note 1)						
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 C. (Ord		N/A	-
				rence shares)(Other class)	N/A N/A	-
					11//1	-

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

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

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				
			(Note 1)				
1.	Rights issue	At price : State	Issue and allotment 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				
3.	Placing	At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		currency	EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	
			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	

	Type of Issue	Fo	r Main B	soarc	and GEM listed No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may
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	
6.	Repurchase of shares	Class of shares repurchased ( <i>Note 1</i> ) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /		N/A	
7.	Redemption of shares	Class of shares redeemed ( <i>Note 1</i> ) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /		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	

			For	r Main Board	l 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 ( <i>Note 1</i> )			
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	(//)	N/A	
				dinary shares erence shares		
				(Other class		

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: <u>Leung Kim Hung</u>
Title: <u>Secretary</u>
(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.