

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/03/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Wuling Motors Holdings Limited			
Date Submitted	05/04/2012			

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>305</u> Descrip	otion :	ion : Ordinary Share				
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)			
Balance at close of preceding month	25,000,000,000	0.004	100,000,000.00			
Increase/(decrease)	Nil		Nil			
Balance at close of the month	25,000,000,000	0.004	100,000,000.00			
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month		·				
Increase/(decrease)						

2. Preference Shares

Stock code :	N/A Dese	Description :		Convertible Preference Shares (Unlisted)			
		No. of prostation No. of pro-		Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of	1,521,4	00,000	0.001	1,521,400.00			
Increase/(decrease)	I	Ni	i <u>1</u>		Nil		
Balance at close of	the month	1,521,4	00,000	0.001	1,521,400.00		

3. Other Classes of Shares

Stock code :	Stock code : <u>N/A</u> Descrip		tion :	N/A	<u> </u>
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding 1	nonth			
Increase/(decrease)				-	
Balance at close of t	he month				

Total authorised share capital at the end of the month (*HK\$*): 101,521,400.00

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	1,170,605,390	N/A	N/A	N/A	
Increase/ (decrease) during the month	N/A	N/A	N/A	N/A	
Balance at close of the month	1,170,605,390	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

No. of new shares of No. of new Particulars of share issuer issued during shares of issuer option scheme the month pursuant which may be including SGM thereto issued pursuant Movement during the month approval date thereto as at (dd/mm/yyyy) and close of the class of shares issuable month Granted Cancelled Exercised Lapsed 1.Share Option Scheme -**Exercise Price of** HK\$1.062 (11/06/2002) Ordinary shares N/A N/A N/A N/A N/A 64,232,956 (See Remark 2 & 3) (*Note* 1) 2. /) / shares (*Note* 1) 3. / / () shares (*Note* 1) Total A. (Ordinary shares) N/A (Preference shares) N/A N/A (Other class) Total funds raised during the month from exercise of options (HK\$) N/A

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal		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>							
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>2.</u>)					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy) <u>3.</u>	(/ /)					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total B.		nary shares)	N/A	
					ence shares) Other class)	N/A N/A	

For Main Board and GEM listed issuers

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

Convertibles (i.e. Convertible i	into Shares of the l	ssuer which are to	be Listed)			
Class and description 1. Convertible Notes due	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
12 January 2014						
(See Remark 1)						
	HK\$	100,000,000.00	N/A	100,000,000.00	N/A	136,986,300
Stock code (if listed)	Unlisted					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Conversion price	HK\$0.73					
SGM approval date						
(if applicable)						
(dd/mm/yyyy))	(05/01/2009)					
2.						
Stock code (if listed)				·		
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
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 (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)			nom chara	NT/A	
		· ·	Fotal C. (Ordi (Prefer	nary shares) ence shares)	N/A N/A	
				Other class)	N/A N/A	
				· · · · · · · · · · · · · · · · · · ·		

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		
shares (Note 1)		
3		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(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)

Other Movements in Issued Share Capital

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

					1 all	d GEM listed issu	
	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
		State	Class of shares issuable (<i>Note 1</i>) Issue and allotment)		
5.	Scrip dividend At price	currency —	date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares				
			repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	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)			N/A	N/A
			Class of shares issuable (Note 1)				
8.	Consideration issue At price	e: State currency ——	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

			For Main Board	and GEM listed issu	ers
	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)		NT/A
				<u>N/A</u>	N/A
			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	N/A
			Total E. (Ordinary sh (Preference sh (Other o	nares) 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").)					

Remark (if any):

- The Convertible Notes due 12 January 2014 were issued on 12 January 2009. With effect from 12 March 2010, the Conversion Price has been adjusted from HK\$0.74 per share to HK\$0.73 per share.
- 2. With effect from 29 March 2011 after completion of the Open Offer, the exercise price of the Options has been adjusted from HK\$1.070 to HK\$1.062.
- 3. The outstanding Options comprise: (i) a number of 31,224,885 Options with an expiry date on 31 December 2012; and (ii) a number of 33,008,071 Options with an expiry date on 31 December 2013.

Submitted by: Lai Shi Hong, Edward

 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.*