

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy):		31/12/2013		
To: Hong Kong Exchanges	and Clearin	ng Limited		
Name of Issuer	Wuling	Motors Holdings Li	mited	
Date Submitted	06/01/2	014		
I. Movements in Authorised	l Share Capi	ital		
1. Ordinary Shares				
(1) Stock code : 305	Descri	ption :	Ordinary	Shares
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding	g month	25,000,000,000	0.004	100,000,000.00
Increase/(decrease)		Nil	-	Nil
Balance at close of the mon	th	25,000,000,000	0.004	100,000,000.00
(2) Stock code : N/A	Descri	ption :	N/A	<u> </u>
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of precedir	g month			
Increase/(decrease)			-	
Balance at close of the mon	th			

	3			
Stock code :	N/A Descr	iption : Conver	tible Preferenc	e Shares (Unlisted)
		No. of preference shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of I	preceding month	1,521,400,000	0.001	1,521,400.00
Increase/(decrease)		Nil		Nil
Balance at close of t	he month	1,521,400,000	0.001	1,521,400.00
3. Other Classes of S	Shares			
Stock code :	N/A Descr	iption:	N/A	Δ
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding month			
Increase/(decrease)				

# 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	1,172,165,390	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	1,172,165,390	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 Sch	emes of the issu	ier)		No. of new shares of	No. of new
Particulars of share option scheme including SGM approval date		Movement duri	ng the month		issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at
(dd/mm/yyyy) and						close of the
class of shares issuable						month
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		month
1.Share Option	0141104	2.10101300				
Scheme -						
Exercise Price of						
HK\$1.062						
(11/06/2002)						
Ordinary shares						
(See Remark 2 & 3)	N/A	N/A	N/A	29,547,068	N/A	0
(Note 1)						
2. Share Option						
Scheme -						
Exercise Price of						
HK\$0.49						
(28/05/2012)						
Ordinary shares						
(See Remark 4)	N/A	N/A	N/A	N/A	N/A	103,690,000
(Note 1)						
3.						
shares						
(Note 1)				· <del></del>		
(1,000 1)		To	otal A. (Ordi	nary shares)	N/A	
				ence shares)	N/A	
			*	Other class)	N/A	
Total funds raised during	the month from	m exercise of	·	,		
options (HK\$)				N/A		

Description of warrants (Date of expiry – dd/mm/yyyy)	nominal	ominal value at close of receding 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
1. N/A	1					
( / / )						
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
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 (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 4.	( / /	)				
т.						
( / / )						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)	( / /	)				
		Total	B. (Ordin	nary shares)	N/A	
			(Prefere	ence shares)	N/A	
			(	Other class)	N/A	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of No. of new new shares of shares of issuer which issuer issued may be issued during the pursuant thereto as at month close of the Currency of Amount at close Converted pursuant amount of preceding during the Amount at close thereto month Class and description outstanding month of the month month 1. Convertible Notes due 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 (Note 1) Ordinary Conversion price HK\$0.73 SGM approval date (if applicable) (dd/mm/yyyy)) (05/01/2009)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) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / ) (dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) N/A N/A (Other class)

## 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)

(other than under Share Option Schemes)		
	No. of new shares of	No. of new shares of
	issuer issued during	issuer which may be
	the month pursuant	issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy),	thereto	as at close of the month
if applicable, and class of shares issuable:		
1. On 27 November 2013 (after trading hours), the Company and		
Wuling (Hong Kong) Holdings Limited (the "Subscriber") entered		
into the Subscription Agreement, pursuant to which the Company		
has conditionally agreed to issue, and the Subscriber has		
conditionally agreed to subscribe for, the Convertible Notes in the		
aggregate principal amount of HK\$200,000,000. Assuming that the		
Conversion Rights in relation to the total principal amount of the		
Convertible Notes of HK\$200,000,000 are exercised in full at the		
initial Conversion Price of HK\$0.58 per Conversion Share, a total		
of up to 344,827,586 Conversion Shares will be allotted and issued.		
(For more details, please refer to the Company's announcements		
dated 27 November 2013, 18 December 2013, 27 December		
2013 and circular of the Company dated 3 January 2014)		
( / / )		
Ordinary shares (Note 1)	N/A	344,827,586
2		
-		
shares (Note 1)		
snares (Note 1)		
2		
3		
shares (Note 1)		
Shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

	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
	Type of Issue		Class of shares issuable				
			(Note 1)				
1.	Rights issue	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		_		
		At maios . State	(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				
			(Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			(dd/mm/yyyy)			N/A	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

#### 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
			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)	( / /	)		
			(dd/iiiii/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)	( / /	)		
			(dd/mill/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)	( / /	)		
			(dd/iiiii yyyy)			N/A	N/A
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			(33) 111111 5 5 5 5 7			N/A	N/A

### For Main Board and GEM listed issuers

					No. of new shares of issuer issued during the month pursuant thereto	pursuant thereto as at close of		
	Type of Issue					the month		
		Class of shares issuab (Note 1)	le	_				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( / /	)				
		EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A		
						1771		
		Class of shares issuab (Note 1)	le	_				
10.	Other (Please specify) At price: State currency	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	ares	s) N/A			
То	otal increase / (decrease) in ordinary shares during the	e month (i.e. Total of A t	o E):	(1	l) N/	A		
				(2	2) N/	A		
To	otal increase / (decrease) in preference shares during	the month (i.e. Total of A	A to E):		N/	A		
Т	otal increase / (decrease) in other classes of shares du	ring the month (i.e. Tota	l of A to E):			A		
(7	(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)							

Remark	(if	any	v)	١.

- 1. 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 Options comprise a number of 29,547,068 Options was expired on 31 December 2013.
- 4. The outstanding options refer to 103,690,000 Options with an exercise price of HK\$0.49 per share which were granted and vested in June 2012 to October 2012. All the Options are exercisable from 6 October 2012 to 30 June 2016.

Submitted by: Lai Shi Hong, Edward

Title: 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.*