

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :31/01/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	GCL New Energy Holdings Limited		
Date Submitted	05/02/2015		

I. Movements in Authorised Share Capital

1. Ordinary Shares						
(1) Stock code : 451 Description : Ordinary Shares						
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
		HKD 1/240 (equivalent to HKD				
Balance at close of preceding month	36,000,000,000	0.00416)	HKD150,000,000			
Increase/(decrease)						
		HKD 1/240 (equivalent to HKD				
Balance at close of the month	36,000,000,000	0.00416)	HKD150,000,000			
(2) Stock code : <u>N/A</u> Descrip	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 o	f preceding	month		
Increase/(decrease	e)		-	
Balance at close o	f the month		<u> </u>	

3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	otion :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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* **HKD150,000,000 :**

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month Increase/ (decrease) during the month	13,871,793,048				
Balance at close of the month	13,871,793,048				

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	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 -			0			
class of shares	~ .		~			
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
approved by						
shareholders on						
(23/02/2005)						
Ordinary shares	-	-	-	-	-	-
(Note 1)						
2. Share Option						
Scheme approved by						
shareholders on						
(15/10/2014)						
Exercise price per						
option HK\$1.1875						
				10,800,000		105 208 000
Ordinary shares				10,800,000		105,208,000
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
		To	tal A. (Ordin	nary shares)		
			(Prefere	ence shares)	-	
				Other class)		
Total funds raised dur options (State currence		n from exercise o	f	-		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month		ominal value 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 (Note 1)					
Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A					
Subscription price					
(if applicable)	(/ /)				
	Total	B. (Ordinary (Preference	shares) shares)		
		(Othe	er class)	-	

For Main Board and GEM listed issuers

Con	vertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to	be Listed)			
	ss 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 (Note 1)						
	Subscription price						
	EGM approval date (if applicable)						
	(dd/mm/yyyy))						
2.	N/A						
	Stock code (if listed)						
	issuable (Note 1)						
	Subscription price						
	EGM approval date (if applicable)						
3.	(dd/mm/yyyy) N/A	(/ /)					
	Stock code (if listed)						
	Class of shares						
	issuable (<i>Note 1</i>) Subscription price						
	EGM approval date						
	(if applicable)						
4.	(dd/mm/yyyy) N/A	(/ /)					
	Stock code (if listed)						
	Class of shares						
	issuable (<i>Note 1</i>)						
	EGM approval date						
	(if applicable)						
	(dd/mm/yyyy)	(/ /)		Total C. (Ordin	nary shares)	-	
				(Prefere	ence 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)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1. <u>N/A</u>		
	-	
(/ /) 		
2. N/A		
	-	
shares (Note 1)		
3. <u>N/A</u>	-	
shares (Note 1)		
Total D. (Ordinary shares)	_	
(Preference shares) (Other class)		
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	Type of Issue	Issued 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
	D	State	Class of shares issuable <u>N/A</u> (<i>Note 1</i>) Issue and allotment (/ /)	
1.	Rights issue	At price : State currency	date : (dd/mm/yyyy) EGM approval date: (/ / (dd/mm/yyyy)		
			Class of shares issuable <u>N/A</u> (Note 1)		
2.	Open offer	At price : State	Issue and allotment (/ / date : (dd/mm/yyyy) EGM approval date: (/ / (dd/mm/yyyy)		
			Class of shares issuable <u>N/A</u> (Note 1)		
3.	Placing	At price : State	Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	
			Class of shares issuable <u>N/A</u> (Note 1)	-	
4.	Bonus issue		Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	

	Type of Issue		F	For Ma	in Boa	rd and GEM liste No. of new shares of issuer issued during the month pursuant thereto	No. of new
			Class of shares issuable (<i>Note 1</i>)	<u>N</u>	<u>J/A</u>		
5.	Scrip dividend	At price : State currency ——	Issue and allotment date : (dd/mm/yyyy)	(/)	/)		
			EGM approval date: (dd/mm/yyyy)	(/)	/)		
			Class of shares repurchased (<i>Note 1</i>)	<u>N</u>	[<u>/A</u>		
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/)	/)		
			EGM approval date: (dd/mm/yyyy)	(/)	/)		
			Class of shares redeemed (<i>Note 1</i>)	<u>N</u>	/ <u>A</u>		
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/)	/)		
			EGM approval date: (dd/mm/yyyy)	(/)	/)		
			Class of shares issuable (Note 1)	<u>N</u>	/A		
8.	Consideration issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/)	/)		
			EGM approval date: (dd/mm/yyyy)	(/)	/)		

			For Main B	Board and GEM listed issuers
	Type of Issue			No. of new shares of issuerNo. of new shares of issued duringthe month pursuantwhich may be issued theretotheretopursuant thereto as at close of the month
			Class of shares issuable <u>N/A</u> (Note 1)	
9.	Capital reorganisation		Issue and allotment (/ / date : (dd/mm/yyyy))
			EGM approval date: (/ / (dd/mm/yyyy))
10.	Other		Class of shares issuable <u>N/A</u> (Note 1)	
	(Please specify)	At price : State	- Issue and allotment (/ /)
			date : (dd/mm/yyyy) (/ /)
			EGM approval date: (dd/mm/yyyy)	
			Total E. (Ordinary sl	hares)
			(Preference sl (Other	

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

Remarks (if any):

Submitted by: <u>IP Mei Ho</u>
Title: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.