

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/11/2015

To : Hong Kong Exchanges and Clearing Limited

Date Submitted 04/12/2015	Name of Issuer	GCL New Energy Holdings Limited
	Date Submitted	04/12/2015

I. Movements in Authorised Share Capital

1.	Ordinary	Shares
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(1) Stock code : 451 Descrip	otion : 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	otion :				
	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	Descriptior	ı:		
		No	o. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of precedin	g month			
Increase/(decreas	e)				
Balance at close	of the mont	:h			

3. Other Classes of Shares

Stock code : <u>N/A</u> Descri	ption :		
	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 ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	13,871,793,048					
Increase/ (decrease) during the month	Nil					
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						
class of shares	~ .		~			
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme approved by						
shareholders on						
(15 / 10 /2014)						
Exercise price per						
option HK\$1.1875						
Ordinary shares	-	-	-	6,050,000	-	168,348,000
(Note 1)						i
2. Share Option						
Scheme approved by						
shareholders on						
(15 / 10 /2014)						
Exercise price per						
option HK\$0.610				0.050.000		
Ordinary shares				9,250,000	-	-
(Note 1)						
2 11/4						
<u>3. N/A</u>						
(/ /)						
shares						
(Note 1)						
		To	otal A. (Ordi	nary shares)	-	
			(Prefere	ence shares)	-	
			(Other alage)		
			(Other class)	-	
Total funds raised du		from exercise o	f			
options (State current	cy)			-		

Description of warrants (Date of expiry - dd/mm/yyyy)	nominal	Nominal valu close of preceding mo	du	cercised ring 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. N/A</u>							
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>3. N/A</u>							
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)							
Subscription price EGM approval date (if applicable)							
	(/ /)					
Class of shares issuable (<i>Note 1</i>)							
EGM approval date (if applicable)							
(dd/mm/yyyy)	(/ /)					
]	Fotal B.	(Prefere	nary shares) ence shares)	-	
				(Other class)		

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible into	Shares of the I	ssuer which are to	be Listed)			
Class and description	amount outstanding	Amount at close of preceding month	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. HK\$775,100,000 6%	HKD	775,100,000	Nil	775,100,000	N/A	807,395,833
convertible bonds due 2018						
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>) Subscription price	Ordinary HK\$1.20					
AGM approval date	ΠΚφ1.20					
(if applicable)						
(dd/mm/yyyy))	(18/08/2014)					
2. HK\$200,000,000 6%	HKD	200,000,000	Nil	200,000,000	N/A	166,666,666
convertible bonds due 2018						
Stock code (if listed)	N/A			·	. <u> </u>	
Class of shares	IN/A					
issuable (Note 1)	Ordinary					
Subscription price	HK\$1.20					
AGM approval date						
(if applicable) (dd/mm/yyyy)	(28/05/2015)					
3. N/A	(20/03/2013)					
5. 10/1						
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 (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
	(/ /)		Total C. (Ordi	nary shares)	_	
			(Prefere	ence shares)	-	-
			(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)

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

	Type of Issue	Issued Share Capital		shares of issuer issued during	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable <u>N/A</u> (<i>Note 1</i>)		
1.	Rights issue	At price : State	Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	
			Class of shares issuable <u>N/A</u>		
2.	Open offer	At price : State	(<i>Note 1</i>) Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	
			Class of shares issuable <u>N/A</u> (<i>Note 1</i>)		
3.	Placing	At price : State)	
			EGM approval date: (/ / (dd/mm/yyyy))	
			Class of shares issuable <u>N/A</u> (<i>Note 1</i>)		
4.	Bonus issue		Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	

	Type of Issue	<u>H</u>	⁷ or Main E	3oa	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/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/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/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/A</u>			
8.	Consideration issue At price : State currency –	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
<u> </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
9.	Capital		Class of shares issuable (<i>Note 1</i>)	e <u>N/A</u>		
9.	reorganisation		Issue and allotment date : (dd/mm/yyyy)			
			EGM approval date: (dd/mm/yyyy)	(/ /)		
10.	Other (Please specify) At price : State currency		Class of shares issuable (Note 1)	e <u>N/A</u>		
		Issue and allotment date : (dd/mm/yyyy)	(//)			
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E.	(Ordinary shar	es) - es) -	-
			(P	reference shar (Other cla	es) - ss) -	-

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>CHENG Man Wah</u> Title: <u>Company 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.*