

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

### For the month ended (dd/mm/yyyy): 31/05/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	GCL New Energy Holdings Limited 協鑫新能源控股有限公司
Date Submitted	01/06/2016

I. Movements in Authorised Share Capital

1.	Ordinary	Shares
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(1) Stock code : 451 Descrip	ption : 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> Descrij	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 ce (State currency)	Authorised share capital (State currency)
Balance at close	of precedin	ng month		
Increase/(decreas	se)			
Balance at close	of the mon	th		

### 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 ordi	inary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	19,073,715,441			
Increase/ (decrease) during the month	Nil			
Balance at close of the month	19,073,715,441			

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable       Movement during the month (dd/mm/yyyy) and class of shares       No. of new shares of issuer visic issuer visic issuer visic issued pursua thereto         1.Share Option Scheme approved by shareholders on (15 / 10 / 2014)       Granted       Exercised       Cancelled       Lapsed         2. Share Option Scheme approved by shareholders on (Note 1)       -       -       -       -       155,04         2. Share Option Scheme approved by shareholders on (15 / 10 / 2014)       -       -       -       155,04         2. Share Option Scheme approved by shareholders on (15 / 10 / 2014)       -       -       -       -       155,04         2. Share Option Scheme approved by shareholders on (15 / 10 / 2014)       -       -       -       -       -       155,04         Ordinary shares (Note 1)       -	
including EGM approval date (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	
approval date       Movement during the month       thereto       as at close of         (dd/mm/yyyy) and       -       -       -       -       -       -       -       -       -       -       -       -       -       -       -       -       155,04         1.Share Option	
(dd/mm/yyyy) and	
class of shares       issuable       Granted       Exercised       Cancelled       Lapsed         1.Share Option       Scheme approved by       shareholders on	the month
issuable     Granted     Exercised     Cancelled     Lapsed       I.Share Option Scheme approved by shareholders on (15 / 10 /2014) Exercise price per option HK\$1.1875 Ordinary shares     -     -     -     155,04       Quick     -     -     -     -     6,643,560       Quick     -     -     -     -     6,643,560	
1.Share Option         Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$1.1875         Ordinary shares         (Note 1)         2. Share Option         Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560	
Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$1.1875         Ordinary shares         -       -         (Note 1)         2. Share Option         Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560	
shareholders on   (15 / 10 /2014)   Exercise price per   option HK\$1.1875   Ordinary shares   -   -   2. Share Option   Scheme approved by   shareholders on   (15 / 10 /2014)   Exercise price per   option HK\$0.610   Ordinary shares   - </td <td></td>	
(15 / 10 /2014)         Exercise price per         option HK\$1.1875         Ordinary shares       -         (Note 1)         2. Share Option         Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         -	
Exercise price per option HK\$1.1875         Ordinary shares       -       -       -       155,04         (Note 1)         2. Share Option Scheme approved by shareholders on (15 / 10 /2014) Exercise price per option HK\$0.610 Ordinary shares       -       -       -       6,643,560       -       -	
option HK\$1.1875         -         -         -         155,04           Ordinary shares         -         -         -         155,04           (Note 1)         -         -         -         155,04           2. Share Option         -         -         -         155,04           Scheme approved by         -         -         -         155,04           Scheme approved by         -         -         -         -         155,04           Scheme approved by         -         -         -         -         155,04           Scheme approved by         -         -         -         -         -         155,04           Scheme approved by         - <td></td>	
Ordinary shares       -       -       -       155,04         (Note 1)       -       -       -       155,04         2. Share Option       -       -       -       155,04         Scheme approved by       -       -       -       155,04         shareholders on       -       -       -       -       155,04         Image: Constraint of the state of t	
Ordinary shares       -       -       -       155,04         (Note 1)       -       -       -       155,04         2. Share Option       -       -       -       155,04         Scheme approved by       -       -       -       155,04         shareholders on       -       -       -       -       155,04         Image: Constraint of the state of t	
2. Share Option         Scheme approved by         shareholders on         (15 / 10 / 2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560       -	8,611
Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560       -	
Scheme approved by         shareholders on         (15 / 10 /2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560       -	
shareholders on         (15/10/2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560       -	
(15 / 10 /2014)         Exercise price per         option HK\$0.610         Ordinary shares         -       -         6,643,560       -	
Exercise price per option HK\$0.610         Ordinary shares       -       -       6,643,560       -       -	
option HK\$0.610           Ordinary shares           -         -         6,643,560         -         -	
Ordinary shares         -         -         6,643,560         -	
<u>3. N/A</u>	
shares	
(Note 1)	
Total A. (Ordinary shares) -	
(Preference shares) -	
(Other class) -	
Total funds raised during the month from exercise of	
options (State currency) -	

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	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)	( / /	)					
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)	( / /	)					
<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)	( / /						
			Total 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	b be Listed)			
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. HK\$775,100,000 6%	HKD	775,100,000	Nil	775,100,000	N/A	1,027,984,084
convertible bonds due 2018						
Stock code (if listed)	N/A					
Class of shares						
issuable (Note 1)	Ordinary					
Subscription price	HK\$1.20					
AGM approval date						
(if applicable) (dd/mm/yyyy))	(18/08/2014)					
2. HK\$200,000,000 6%	HKD	200,000,000	Nil	200,000,000	N/A	265,251,989
convertible bonds due 2018	IIKD	200,000,000	INII	200,000,000	1N/A	205,251,989
convertible bonds due 2018						
Stock code (if listed)	N/A				·	
Class of shares						
issuable (Note 1)	Ordinary					
Subscription price	HK\$1.20					
AGM approval date						
(if applicable) (dd/mm/yyyy)	(28/05/2015)					
3. N/A	(28/03/2013)					
<u>3. N/A</u>						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
	( / / )					
<u>4. N/A</u>						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)						
(dd/mm/yyyy)	( / / )		Total C (Ordin	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)

	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>	-	
	-	
Total D. (Ordinary shares) (Preference shares)	-	
(Other class)	-	

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

	Type of Issue	Fo	<u>r Main Bo</u>	ard	and GEM listed is No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
	••					
		Class of shares issuable (Note 1)	<u>N/A</u> _			
5.	Scrip dividend At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
ļ		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)	( / /	)		

	For Main Board and GEM listed issuers		
Type of Issue	No. of new shares of issuer issued during the month pursuant thereto issued pursuant thereto as at close of the month		
9. Capital reorganisation	Class of shares issuable <u>N/A</u> ( <i>Note 1</i> ) 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 <u>N/A</u> ( <i>Note 1</i> ) Issue and allotment ( / / ) date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)		
	Total E.(Ordinary shares)-(Preference shares)-(Other class)-		

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.*