

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/r	mm/yyyy): 31/01/2017		
To : Hong Kong Exchanges	and Clearing Limited		
Name of Issuer	China Wah Yan Healthca	re Limited	
Date Submitted	03/02/2017	_	
I. Movements in Authorised	Share Capital		
Ordinary Shares			
(1) Stock code : <u>648</u>	Description :	Wah Yan	Health
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of precedir	ng month		
Increase/(decrease)		-	
Balance at close of the mon	th		
(2) Stock code : N/A	Description :	N/A	1
	No. of ordinary shares	Par value (State currency)	capital
Balance at close of precedir	ng month		
Increase/(decrease)		-	
Balance at close of the mon	th		

2. Preference Shares				
Stock code : <u>N/A</u> Descrip	otion :	N/A	4	
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month				
Increase/(decrease)		_		
Balance at close of the month				
3. Other Classes of Shares				
Stock code : N/A Descrip	otion :	N/A		
	No. of other classes of shares	Par value (State currency)	capital	
Balance at close of preceding month				
Increase/(decrease)		-		
Balance at close of the month				
Total authorised share capital at the e (HK\$):	end of the month		N/A	

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes of
	(1)	(2)	shares	shares
Balance at close of preceding month	6,520,736,569	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	6,520,736,569	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (unde	er Share Opt	ion Schemes of	of the Issuer)			
Particulars of					No. of new shares	No. of new shares
share option					of issuer issued	of issuer which
scheme					during the month	may be issued
including AGM		Movement du	iring the month		pursuant thereto	
approval date			-		_	at close of the
(dd/mm/yyyy) and						month
class of shares	0 (1		0 11 1	1 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme -						
Exercise Price of						
HK\$2.23						
(30/10/2001)	NI/A	NI/A	NI/A	NI/A	NI/A	7 440 676
Ordinary shares (Note 1)	N/A	N/A	N/A	N/A	N/A	7,410,676
(Note 1)						
2.Share Option						
Scheme -						
Exercise Price of						
HK\$3.42						
(30/10/2001)						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	2,937,268
(Note 1)	14/74		14/74	19/73		2,551,200
(11010-1)						
3.Share Option						
Scheme -						
Exercise Price of						
HK\$3.46						
(30/10/2001)						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	5,839,500
(Note 1)	,			,		

Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares		Movement du	uring the month		of issuer issued during the month	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
issuable	Granted	Exercised	Cancelled	Lapsed		
4.Share Option	Grantoa	Εχοιοίοσα	Carlooned	Еарооа		
Scheme -						
Exercise Price of						
HK\$0.28						
(12/06/2014)						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	111,713,343
(Note 1)						
5. (/ /) shares (Note 1)						
(14010-1)						
			Total A. (Ord	linary shares)	N/A	
			(Prefei	rence shares)	N/A	
				(Other class)	N/A	
Total funds raised do	uring the mo	nth from exerc	ise			
of options (HK\$)			-	N/A		

Warrants to Issue Shares	oi die isst	ici wilich are to	be listed		No. of new	
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	during the	Nominal value at close of the month	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. Tranche Two Warants	_					
	_					
(22/22/22/2	HK\$	67,500,000.00	NIL	67,500,000.00	NIL	144,539,615
(09/03/2019)		Unliated				
Stock code (if listed) Class of shares		Unlisted				
issuable (Note 1)		Ordinary				
Subscription price		HK\$0.467				
EGM approval date						
(if applicable) (dd/mm/yyyy)		(11/01/2014)				
2.		(11/01/2014)				
<u> </u>	_					
	_					
(/ /)						
Stock code (if listed)						
Class of shares						
issuable <i>(Note 1)</i> Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)		(/ /)				
3.	_					
	_					
(/ /)			<u> </u>			
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
		(/ /)				
4.	<u> </u>					
	_					
					_	
(/ /)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date			_			
(if applicable) (dd/mm/yyyy)		(/ /)				
(44,11111,1,1,1,1,1)		\ ' '				
		T		Ordinary shares)_	N/A	
			(Pre	eference shares)	N/A	
				(Other class)_	N/A	

Convertibles (i.e. Convertible	e into Shares of th	e Issuer whic	h are to be Liste	ed)	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at
Close and description	Currency of amount	close of preceding	Converted during the	Amount at close of the month	thereto	close of the month
Class and description 1.	outstanding	month	month	montn		
<u>-1.</u>	<u></u>					
	<u> </u>					
Stock code (if listed)			- ·			
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
<u>2.</u>	<u> </u>					
-						
-						
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.	_					
	<u></u>					
-						
Stock code (if listed)						-
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4.						
	<u> </u>					
Stock code (if listed)						-
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
			otal C. (Ordina		N/A	_
				ce shares)	N/A	_
İ			(U	ther class)	N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including

Optio	ons (other than under Share Option Schemes)	. Willow are to be block	,e.ag
·		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
	I particulars including EGM approval date (dd/mm/yyyy), pplicable, and class of shares issuable:		the month
1.	, , , , , , , , , , , , , , , , , , ,		
	into the Subscription Agreements in respect of the issue of		
	Convertible Notes in the aggregate principal amount		
	HK\$10,000,000. Upon full conversion of the remaining		
	outstanding principal amount of the Convertible Notes of		
	HK\$2 million, 5,714,286 Conversion Shares may be issued		
	under the Conversion Price of HK\$0.35.		
	For more details, please refer to the Company's		
	announcements dated 17 April 2014, 12 June 2014,		
	9 October 2014, 10 April 2015, 15 June 2015,		
	22 December 2015, 26 May 2016, 9 September 2016		
	and 11 November 2016 respectively.		
,	1		
	Ordinary shares (Note 1)	N/A	5,714,286
2	0.45		
2.	On 4 December 2016, the Company proposed to the board		
	of directors of Xinhua News Media Holdings Limited		
	(the "Xinhua") that the Company will make voluntary		
	conditional securities exchange offers (i) to acquire all of the		
	issued shares of Xinhua, and (ii) to cancel all of the outstanding options of Xinhua. Assuming all independent		
	shareholders and optionholders of Xinhua validly elect to		
	accept the Share Offer and the Option Offer, a maximum of		
	5,470,750,914 new shares of the Company will be issued by		
	the Company.		
	are company.		
	For more details, please refer to the Company's		
	announcement dated 8 December 2016.		
,		N.1/A	
,	Ordinary shares (Note 1)	N/A	5,470,750,914
2			
3.			
	shares (Note 1)	N/A	N/A
'	· ·		77.
	Total D. (Ordinary shares)	N/A	
] .	(Preference shares)	N/A	
	(Other class)	N/A	

Ot	her Movements	in Issued S	Share Capi	tal				
	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 or issue			Olaca of about				
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	date : (dd/mm/yyyy)	(/ /			
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(dd/iiii/yyyy)			<u>N/A</u>	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)	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	Statecurrency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (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
								14//

	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				
_	Scrip dividend At price : State	issuable (Note 1) Issue and allotment	(/ /)		
5.	Scrip dividend At price : State currency ————————————————————————————————————	date : (dd/mm/yyyy)		,		
		EGM approval date: (dd/mm/yyyy)	(/ /)	21/2	21/0
					N/A	<u>N/A</u>
		Class of shares repurchased (Note				
6.	Repurchase of	1)	(/ /)		
0.	shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(, ,	,		
		(dd/iiii/yyyy)			N/A	N/A
		Class of shares redeemed (Note 1)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		(dd/iiii/yyyy)			N/A	N/A
		Class of shares issuable (Note 1)				
8.	Consideration At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		(GG/IIIII/yyyy)			N/A	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 feed						
			Class of shares issuable (Note 1)				
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	N/A
10	Othor		Class of shares issuable (Note 1)		_		
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. (O	rdinary sha	ares) N/A	
				erence sha	ares	N/A	
				(Other c	lass) N/A	
To	otal increase / (d	lecrease) in ordinary shares du	ring the month (i.e. Tota	I of A to F	١٠ ((1)	\1/A
'`		esticatory in ordinary charge au		3.7.13 L ,		(0)	N/A
 _T ,	ntal increase / /d	lecrease) in preference shares	during the month (i.e. T	otal of A to			N/A
	,	lecrease) in other classes of sh	,		•		N/A
E)):					<u></u>	N/A
	hese figures sh apital").)	ould be the same as the releva	int tigures under II abov	e ("Moven	nents	s in Issued Sh	are

Remarks (if any):	
Submitted by: Lam Sung Him, Gaston	
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.