



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 October 2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sustainable Forest Holdings Limited

Date Submitted 1 November 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|--|------------------------|--|---|
| (1) Stock code : <u>00723</u> Description : <u>Ordinary Shares</u> | | | |
| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>30,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$300,000,000</u> |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | <u>30,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$300,000,000</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | |
| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

2. Preference Shares

| | | | | |
|-------------------------------------|-----------------------|--------------------------|--|---|
| Stock code : | <u>N/A</u> | Description : | <u>Convertible Preferred Shares (Unlisted)</u> | |
| | | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>27,534,000,000</u> | <u>HK\$0.01</u> | <u>HK\$275,340,000</u> | |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> | |
| Balance at close of the month | <u>27,534,000,000</u> | <u>HK\$0.01</u> | <u>HK\$275,340,000</u> | |

3. Other Classes of Shares

| | | | | |
|-------------------------------------|------------|--------------------------------|--|---|
| Stock code : | <u>N/A</u> | Description : | <u>N/A</u> | |
| | | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

Total authorised share capital at the end of the month (*State currency*) :

HK\$575,340,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | 8,910,242,737 | N/A | 9,655,527,221 | N/A |
| Increase/ (decrease) during the month | Nil | N/A | Nil | N/A |
| Balance at close of the month | 8,910,242,737 | N/A | 9,655,527,221 | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option Scheme | | | | | | |
| (27/11/2009) | | | | | | |
| Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | 52,944,646 |
| 2. N/A | | | | | | |
| (/ /) shares (Note 1) | N/A | N/A | N/A | N/A | N/A | N/A |
| 3. N/A | | | | | | |
| (/ /) shares (Note 1) | N/A | N/A | N/A | N/A | N/A | N/A |
| | | | Total A. (Ordinary shares) | | Nil | |
| | | | (Preference shares) | | Nil | |
| | | | (Other class) | | Nil | |
| Total funds raised during the month from exercise of options (State currency) | | | | Nil | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding 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. Ordinary Share Warrants | | | | | | |
| (unlisted) | | | | | | |
| | HK\$ | 58,334,653.90 | Nil | 58,334,653.90 | Nil | 686,290,059 |
| (06/05/2018) | | | | | | |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.0850 per ordinary share | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | N/A | | | | | |
| 2. Convertible Preferred | | | | | | |
| Shares Warrants (unlisted) | | | | | | |
| | HK\$ | 2,157,945.67 | Nil | 2,157,945.67 | Nil | 6,735,161 |
| (06/05/2018) | | | | | | |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Convertible Preferred Shares | | | | | |
| Subscription price | HK\$0.3204 per convertible preferred share | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | N/A | | | | | |
| 3. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) | | | | | | |
| 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 | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| Total B. | | | | | (Ordinary shares) | Nil |
| | | | | | (Preference shares) | Nil |
| | | | | | (Other class) | Nil |

Convertibles (i.e. Convertible into Shares of the Issuer which are to 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. Convertible Preferred Shares (unlisted) | HK\$ | 12,931,509.70 | Nil | 12,931,509.70 | Nil | 40,410,967 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.32 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (13 / 07 / 2009) | | | | | |
| 2. Convertible Preferred Shares (unlisted) | HK\$ | 2,157,945.67 | Nil | 2,157,945.67 | Nil | 6,735,161 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.3204 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | N/A | | | | | |
| 3. Convertible Preferred Shares (unlisted) | HK\$ | 1,508,676.13 | Nil | 1,508,676.13 | Nil | 28,287,677 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.0533 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (04/04/2014) | | | | | |
| 4. Convertible Preferred Shares (unlisted) | HK\$ | 72,416,454.12 | Nil | 72,416,454.12 | Nil | 226,301,419 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.32 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (18/11/2014) | | | | | |
| | | | Total C. (Ordinary shares) | | Nil | |
| | | | (Preference shares) | | Nil | |
| | | | (Other class) | | Nil | |

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 SGM 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 <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <hr/> <div style="text-align: right;">(/ /) shares (<i>Note 1</i>)</div> | N/A | N/A |
| 2. N/A <hr/> <hr/> <hr/> <hr/> <hr/> <div style="text-align: right;">(/ /) shares (<i>Note 1</i>)</div> | N/A | N/A |
| 3. N/A <hr/> <hr/> <hr/> <hr/> <div style="text-align: right;">(/ /) shares (<i>Note 1</i>)</div> | N/A | N/A |
| Total D. (Ordinary shares) | Nil | |
| (Preference shares) | Nil | |
| (Other class) | Nil | |

Other Movements in Issued Share Capital

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

For Main Board and GEM listed issuers

| | | | | 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 | | | | | |
| 5. | Scrip dividend | At price : State currency _____ | Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |
| 6. | Repurchase of shares | | Class of shares repurchased (Note 1) <u>N/A</u> Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |
| 7. | Redemption of shares | | Class of shares redeemed (Note 1) <u>N/A</u> Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u>N/A</u> <u>N/A</u> |

For Main Board and GEM listed issuers

| | | | | 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 | | | | | |
| 9. Capital reorganisation | Class of shares issuable (Note 1) | | <u>N/A</u> | | |
| | Issue and allotment date : (dd/mm/yyyy) | | (/ /) | | |
| | EGM approval date: (dd/mm/yyyy) | | (/ /) | <u>N/A</u> | <u>N/A</u> |
| 10. Other (Open offer) | At price : State currency _____ | Class of shares issuable (Note 1) | | <u>N/A</u> | |
| | | Issue and allotment date : (dd/mm/yyyy) | | (/ /) | |
| | | EGM approval date: (dd/mm/yyyy) | | (/ /) | <u>N/A</u> |
| | | | Total E. (Ordinary shares) | <u>Nil</u> | |
| | | | (Preference shares) | <u>Nil</u> | |
| | | | (Other class) | <u>Nil</u> | |

| | | |
|---|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>Nil</u> |
| | (2) | <u>Nil</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>Nil</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>Nil</u> |

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):

Submitted by: Lee Rabi

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.*