



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/7/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Jiwa Bio-Pharm Holdings LimitedDate Submitted 2/8/2012**I. Movements in Authorised Share Capital****1. Ordinary Shares**

| (1) Stock code : <u>2327</u> Description : <u>Ordinary shares</u> |                           |                                  |                                                 |
|-------------------------------------------------------------------|---------------------------|----------------------------------|-------------------------------------------------|
|                                                                   | No. of ordinary<br>shares | Par value<br>(HK\$)              | Authorised share<br>capital<br>(HK\$)           |
| Balance at close of preceding month                               | <u>10,000,000,000</u>     | <u>0.01</u>                      | <u>100,000,000</u>                              |
| Increase/(decrease)                                               | <u>Nil</u>                |                                  | <u>Nil</u>                                      |
| Balance at close of the month                                     | <u>10,000,000,000</u>     | <u>0.01</u>                      | <u>100,000,000</u>                              |
| (2) Stock code : _____ Description : _____                        |                           |                                  |                                                 |
|                                                                   | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month                               | _____                     | _____                            | _____                                           |
| Increase/(decrease)                                               | _____                     |                                  | _____                                           |
| Balance at close of the month                                     | _____                     | _____                            | _____                                           |

## 2. Preference Shares

|                                     |                          |                                        |                                                       |
|-------------------------------------|--------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | Description :            |                                        |                                                       |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                    | _____                                  | _____                                                 |
| Increase/(decrease)                 | _____                    |                                        | _____                                                 |
| Balance at close of the month       | _____                    | _____                                  | _____                                                 |

## 3. Other Classes of Shares

|                                     |                                |                                        |                                                       |
|-------------------------------------|--------------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | Description :                  |                                        |                                                       |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| 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 currency*) :

HK\$100,000,000

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## 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   | 1,625,000,000          | Nil | Nil                     | Nil                            |
| Increase/ (decrease) during the month | Nil                    | Nil | Nil                     | Nil                            |
| Balance at close of the month         | 1,625,000,000          | Nil | Nil                     | Nil                            |

## 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.<br>Share Option Scheme<br>(24/ 09 /2003 )<br>Ordinary shares<br>(Note 1)                              | Nil                       | Nil       | Nil       | Nil    | Nil                                                                  | 18,000,000                                                                                |
| 2.<br><br><br>( / / )<br>shares<br>(Note 1)                                                              |                           |           |           |        |                                                                      |                                                                                           |
| 3.<br><br><br>( / / )<br>shares<br>(Note 1)                                                              |                           |           |           |        |                                                                      |                                                                                           |
| 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<br>(Date of expiry - dd/mm/yyyy)                                                                                                                                                                                            | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1.<br>_____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 2.<br>_____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 3.<br>_____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 4.<br>_____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| <div style="text-align: right;"> Total B.    (Ordinary shares) _____<br/> (Preference shares) _____<br/> (Other class) _____ </div>                                                                                                                 |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |

## 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.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 2.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 3.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 4.                                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
|                                                |                                |                                    |                            | Total C. (Ordinary shares)   |                                                                      |                                                                                           |
|                                                |                                |                                    |                            | (Preference 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)

| 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. _____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                        |                                                                      |                                                                                           |
| 2. _____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                        |                                                                      |                                                                                           |
| 3. _____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                        |                                                                      |                                                                                           |
| Total D.    (Ordinary shares)<br>(Preference shares)<br>(Other class)                                   |                                                                      |                                                                                           |

## Other Movements in Issued Share Capital

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

| 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 |
|-------------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 5. Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____                                                                                     |
| 6. Repurchase of shares |                                 | Class of shares repurchased <i>(Note 1)</i> _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )        | _____                                                                                     |
| 7. Redemption of shares |                                 | Class of shares redeemed <i>(Note 1)</i> _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )             | _____                                                                                     |
| 8. Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>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 | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 9. Capital reorganisation  | <p>Class of shares issuable _____<br/>(Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>                                        |                                                                      |                                                                                           |
| 10. Other (Please specify) | <p>At price : State currency _____</p> <p>Class of shares issuable _____<br/>(Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p> |                                                                      |                                                                                           |
| 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) Nil |
|                                                                                                                  | (2) Nil |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        | Nil     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  | Nil     |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |         |

Remarks (if any):

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Submitted by: Yue Pui Kwan

Title: Secretary  
(Director, Secretary or other duly authorised officer)

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*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.