



香港交易所

Monthly Return of Equity Issuer on Movements in Securities**For the month ended (dd/mm/yyyy) :** 31/5/2015

To: Hong Kong Exchanges and Clearing Limited

Name of Issuer EPI (Holdings) LimitedDate Submitted 01/6/2015**I. Movements in Authorised Share Capital****1. Ordinary Shares**

(1) Stock code : <u>0689</u> Description : <u>Ordinary shares</u>			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>10,000,000,000</u>	<u>0.10</u>	<u>1,000,000,000</u>
Increase/(decrease)	<u>90,000,000,000</u>		<u>NIL</u>
	(Remark 1)		
Balance at close of the month	<u>100,000,000,000</u>	<u>0.01</u>	<u>1,000,000,000</u>
		(Remark 1)	
(2) Stock code : _____ Description : _____			
	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 :	_____	Description :	_____
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<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 (<i>State currency</i>)	Authorised share capital (<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 (*HK\$*) : 1,000,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<u>4,852,357,588</u>	_____	_____	_____
Increase/ (decrease) during the month	(4,367,121,830)	(Remark 1)		
Balance at close of the month	<u>485,235,758</u>	_____	_____	_____
	(Remark 1)			

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 Exercise price: HK\$2.55 (Remark 2) (11/04/2013)						
Ordinary shares	-	-	-	-	-	12,800,000 (Remark 2)
(Note 1)						
2. Share Option Scheme Exercise price: HK\$2.55 (Remark 2) (03/07/2013)						
Ordinary shares	-	-	-	-	-	8,800,000 (Remark 2)
(Note 1)						
3. Share Option Scheme Exercise price: HK\$2.06 (Remark 2) (16/09/2013)						
Ordinary shares	-	-	-	-	-	29,500,000 (Remark 2)
(Note 1)						
4. Share Option Scheme Exercise price: HK\$2.19 (Remark 2) (25/11/2013)						
Ordinary shares	-	-	-	-	-	15,300,000 (Remark 2)
(Note 1)						
5. Share Option Scheme Exercise price: HK\$1.89 (Remark 2) (04/06/2014)						
Ordinary shares	-	-	-	-	-	7,000,000 (Remark 2)
(Note 1)						
6. Share Option Scheme Exercise price: HK\$2.00 (Remark 2) (17/07/2014)						
Ordinary shares	-	-	-	-	-	47,000,000 (Remark 2)

		For Main Board and GEM listed issuers	
Total A. (Ordinary shares)		-	120,400,000
			(Remark 2)
(Preference shares)			
(Other class)			
Total funds raised during the month from exercise of options (HK\$)		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. Non-listed transferable warrants						
(Valid : 3 years)						
	HK\$	125,000,000	-	125,000,000	-	62,500,000
(29 / 02 / 2016)						(Remark 3)
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$2.0 (Remark 3) (subject to adjustment)					
EGM approval date (if applicable) (dd/mm/yyyy)	(22 / 02 / 2013)					
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
Total B.						
(Ordinary shares)						-
(Preference shares)						
(Other class)						

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	Repaid/ 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. 8% Convertible Notes due on 11 April 2016						
	HK\$	60,000,000	-	60,000,000	-	31,578,947
Stock code (if listed)	N/A					(Remark 4)
Class of shares issuable (<i>Note 1</i>)	Ordinary shares					
Subscription price	HK\$1.9(Remark 4)					
EGM approval date (if applicable) (dd/mm/yyyy)	(27 / 03 / 2013)					
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. The Capital Reorganisation became effective on 14 May 2015 as approved by the shareholders of the Company at the special general meeting held on 13 May 2015. (Remark 1) (13 / 05 /2015) Ordinary shares (Note 1)	-	-
2. Open Offer of 242,617,879 offer shares at the subscription price of HK\$0.50 each on the basis of one (1) Offer Share for every two (2) Shares held as detailed in the Company's announcement dated 31 March 2015 and the Offering Circular dated 26 May 2015. Despatch of certificates for the Offer Shares: 17 June 2015 (/ /) shares (Note 1)		
3. (/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	-	

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) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2.	Open offer	At price :	State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3.	Placing	At price :	HK\$ _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4.	Bonus issue			Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____

				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) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
6.	Repurchase of shares		Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
7.	Redemption of shares		Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
8.	Consideration issue	_____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	_____	_____

For Main Board and GEM listed issuers

			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		Class of shares issuable (Note 1)	Ordinary shares	
		Issue and allotment date : (dd/mm/yyyy)	(14/05/2015)	
		SGM approval date: (dd/mm/yyyy)	(13/05 /2015)	
				<u>(4,367,121,830)</u>
10. Other Convertible bonds	HK\$	Class of shares issuable (Note 1)		
		Issue and allotment date : (dd/mm/yyyy)		
		EGM approval date: (dd/mm/yyyy)		
Total E.			(Ordinary shares)	<u>(4,367,121,830)</u>
			(Preference shares)	<u>--</u>
			(Other class)	<u>--</u>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>(4,367,121,830)</u>
	(2)	<u>--</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>--</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>--</u>
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

1. Pursuant to the Capital Reorganisation effected on 14 May 2015,

(a) The Share Consolidation whereby every ten (10) Shares of nominal value of HK\$0.1 each in the issued share capital of the Issuer had been consolidated into one (1) Consolidated Share of nominal value of HK\$1.0 each;

(b) The nominal value of all the issued Consolidated Shares had been reduced from HK\$1.0 each to HK\$0.01 each by cancelling paid-up capital to the extent of HK\$0.99 on each Consolidated Share so as to form an Adjusted Share of HK\$0.01;

(c) The sub-division of each of the authorized but unissued Shares of HK\$0.1 into ten Adjusted Shares of HK\$0.01 each.

2. The exercise price of the outstanding share options and the number of new shares of the Issuer which may be issued pursuant thereto had been adjusted as a result of the Capital Reorganisation.

3. The subscription price of the outstanding warrants and the number of new shares of the Issuer which may be issued pursuant thereto had been adjusted as a result of the Capital Reorganisation.

4. The conversion price of the outstanding convertible notes and the number of new shares of the Issuer which may be issued pursuant thereto had been adjusted as a result of the Capital Reorganisation.

For details of the Capital Reorganisation, please refer to the Company's announcements dated 31 March 2015 and 13 May 2015 and also the Company's circular dated 20 April 2015.

Submitted by: Tse Kwok Fai, Sammy

Title: Executive Director & CEO
(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.*