

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Huayu Expressway Group Limted
Date Submitted	02/02/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : <u>1823</u> Descrip	ption : <u>HUAYU</u>	EXPRESSWA	Y		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	10,000,000,000	HK\$0.01	HK\$100,000,000.00		
Increase/(decrease)	Nil		Nil		
Balance at close of the month	10,000,000,000	_HK\$0.01_	HK\$100,000,000.00		
(2) Stock code : <u>N/A</u> Descrip	otion :	N/2	N/A		
	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 :	N/A	A
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding 1	nonth		
Increase/(decrease)			_	
Balance at close of th	ne month			

3. Other Classes of Shares

Stock code : N/	A Description :	N	/A
		Par value of other (<i>State</i> of shares <i>currency</i>)	Authorised share capital (State currency)
Balance at close of preced	ing month		
Increase/(decrease)			
Balance at close of the me	nth		

Total authorised share capital at the end of the month (*State currency*) : HK\$100,000,000.00

II. Movements in Issued Share Capital

	No. of ordination of the second secon	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	412,608,000	N/A	N/A	N/A
Increase/ (decrease) during the month	NIL	N/A	N/A	<u>N/A</u>
Balance at close of the month	412,608,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share O	ption Schemes of the Issuer)
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Particulars of share option scheme					No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement dur	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and -			0		-	
class of shares	~ .		~			
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option	Nil	Nil	Nil	Nil	Nil	Nil
Scheme						
(30/11/2009)						
Ordinary shares						
(Note 1)						
2. N/A						
(/ /)						
shares						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
			Total A. (Ordi	nary shares)	Nil	
			(Prefer	ence shares)	N/A	
			((Other class)	N/A	
Total funds raised dur	ing the month	from exercise	of			
options (State currenc			Nil			

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of Nominal value at nominal close of value 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
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) 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)	(/ /)				
3. 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	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertible i	nto Shares of the	Issuer which are t	o be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	e 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
<u>1. N/A</u>						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /))				
2. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /))				
3. N/A		·				
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /))				
4. 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 C (Ordin	nary shares) N/A	Δ	
				ence shares) N/A		-
				Other class) $\overline{N/A}$		-

For Main Board and GEM listed issuers

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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)

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. According to the Share Purchase Agreement, the Supplemental		
Agreement and the Second Supplemental Agreement entered into	-	
between the Seller and the Company on 12 April 2011, 30 September	-	
2011 and 12 November 2011 respectively regarding the acquisition		
of the entire issued share capital of the Target Company at a consideration of HK\$1,000,000,000, the Company has agreed to issue		
(i) 780,000,000 Consideration Shares at an issue price of HK\$1.28 per	-	
Consideration Share, being the consideration for the Acquisition, and	-	
(ii) a maximum of 780,000,000 Placing Shares to independent third		
parties being one of the conditions of the Share Purchase Agreement.	-	
For details, please refer to the Company's announcements dated 12	-	
April 2011, 30 September 2011 and 14 November 2011 and the		
Company's circular dated 24 June 2011.		
((i) Consideration Shares - EGM:15/07/2011		
(ii) Placing Shares - to be approved at EGM)		
Ordinary shares (Note 1)	NIL	780,000,000
2. <u>N/A</u>	-	
	-	
	-	
$\frac{(//)}{(//)}$		
shares (Note 1)		
3. N/A		
	-	
	-	
shares (Note 1)	1	
Total D. (Ordinary shares)	NIL	
(Preference shares)	N/A	
(Other class)	N/A	

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

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

			For Main Board and	d GEM listed issuers
	Type of Issue		sl issu du p	b. of new hares of shares of user issued issued issued month issued pursuant thereto thereto as at close of the month
9.	Capital		Class of shares issuable (<i>Note 1</i>) Issue and allotment (/ /)	
	reorganisation		date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	N/A N/A
10	Other	State	Class of shares issuable(Note 1)	
10.	(Please specify) At price : State (Please specify)	Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /)		
			(dd/mm/yyyy)	N/A <u>N/A</u>
			Total E. (Ordinary shares) $N/$ (Preference shares) $N/$ (Other class) $N/$	/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL		
	(2)	N/A		
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A		
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A		
(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: Tricor Investor Services Limited				
Title: Hong Kong Branch Share Registrar				
(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.