



香港交易所

Monthly Return of Equity Issuer on Movements in Securities**For the month ended (dd/mm/yyyy) :** 31 December 2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Resources and Transportation Group LimitedDate Submitted 2 January 2015**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 269 Description : Ordinary Shares

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>50,000,000,000</u>	<u>0.01</u>	<u>500,000,000</u>
Increase/(decrease)	<u> </u>		<u> </u>
Balance at close of the month	<u>50,000,000,000</u>	<u>0.01</u>	<u>500,000,000</u>

(2) Stock code : Description :

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u> </u>	<u> </u>	<u> </u>
Increase/(decrease)	<u> </u>		<u> </u>
Balance at close of the month	<u> </u>	<u> </u>	<u> </u>

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\$*) : 500,000,000

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	27,009,583,895	-	-	-
Increase/ (decrease) during the month	-	-	-	-
Balance at close of the month	27,009,583,895	-	-	-

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 adopted on (16 /7/2004) ordinary shares (Note 1)	348,000,000	Nil	Nil	Nil	Nil	348,000,000
2. Share Option Scheme adopted on (28/08/2014) ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	Nil
3. (/ /) shares (Note 1)						
Total A. (Ordinary shares)					Nil	
(Preference shares)					N/A	
(Other class)					N/A	
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. 2,000 million conditional warrants issued to Joint Gain Holdings Limited exercisable subject to certain conditions on or before 20 December 2015	HK\$	960,000,000	Nil	960,000,000	Nil	2,000,000,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.48					
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 B.				(Ordinary shares)	Nil	2,000,000,000
				(Preference shares)	N/A	
				(Other class)	N/A	

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. HKD\$1,300 million						
Convertible Bonds issued to Li Ka Shing (Canada)		1,300 million	Nil	1,300 million	Nil	4,062,500,000
Foundation	HK\$					
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date (dd/mm/yyyy)	(26/08/2013)					
2. HKD\$600 million						
Convertible Bonds issued to China Life Insurance (Overseas) Company Limited	HK\$	600 million	Nil	600 million	Nil	1,500,000,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.4					
AGM approval date (dd/mm/yyyy)	(28/08/2014)					
3. HKD\$100 million						
Convertible Bonds issued to Dr. Lo Ka Shui	HK\$	100 million	Nil	100 million	Nil	312,500,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date (dd/mm/yyyy)	(26/08/2013)					
4. HKD\$800 million						
Convertible Bonds issued to China Life Insurance (Overseas) Company Limited	HK\$	800 million	Nil	800 million	Nil	2,500,000,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date (dd/mm/yyyy)	(26/08/2013)					
5. HKD\$160 million						
Convertible Bonds issued to Grand Version Investments Limited	HK\$	160 million	Nil	160 million	Nil	500,000,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date (dd/mm/yyyy)	(26/08/2013)					

6. HKD\$160 million						
Convertible Bonds issued						
to VMS Private Investment						
Partners III Limited	HK\$	160 million	Nil	160 million	Nil	500,000,000
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date						
(dd/mm/yyyy)	(26/08/2013)					
7. HKD\$32 million						
Convertible Bonds issued						
to Guotai Junan Finance						
(Hong Kong) Limited	HK\$	32 million	Nil	32 million	Nil	100,000,000
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date						
(dd/mm/yyyy)	(26/08/2013)					
8. HKD\$32 million						
Convertible Bonds issued						
to Cross-Straits Capital						
Limited	HK\$	32 million	Nil	32 million	Nil	100,000,000
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.32					
EGM approval date						
(dd/mm/yyyy)	(26/08/2013)					
9. HKD\$700 million						
Convertible Bonds issued to						
Straits CRTG Fund, L.P.	HK\$	700 million	Nil	700 million	Nil	1,891,891,891
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.37					
AGM approval date						
(dd/mm/yyyy)	(26/08/2013)					
10. HKD\$800 million						
Convertible Bonds issued to						
Straits Capital Services Limited	HK\$	800 million	Nil	800 million	Nil	2,162,162,162
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.37					
AGM approval date						
(dd/mm/yyyy)	(26/08/2013)					
		Total C. (Ordinary shares)		Nil	13,629,054,053	
		(Preference shares)		N/A		
		(Other class)		N/A		

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. On 28 November 2014, the Company entered into a convertible bonds agreement for the issue of 9% unlisted convertible bonds due 2016 with each of the following subscribers: (a) China Life Insurance (Overseas) Company Limited in the principal amount of HK\$800 million which are convertible into 4,000,000,000 new Shares; (b) Cross-Strait Capital Limited in the principal amount of HK\$32 million which are convertible into 160,000,000 new Shares; (c) VMS Private Investment Partners III Limited in the principal amount of HK\$160 million which are convertible into 800,000,000 new Shares; (d) Strait Capital Service Limited in the principal amount of HK\$800 million which are convertible into 4,000,000,000 new Shares; and (e) Strait CRTG Fund, L.P. in the principal amount of HK\$700 million which are convertible into 3,500,000,000 new Shares. Besides, the Company also entered into a convertible bonds agreement for the issue of 9% unlisted convertible bonds due 2018 with the following subscriber: (a) China Life Insurance (Overseas) Company Limited in the principal amount of HK\$700 million which are convertible into 3,500,000,000 new Shares. Upon conversion of all the convertible bonds at the initial exercise price of HK\$0.20 per share, 15,960,000,000 new shares of the Company will be issued. The issue of the above convertible bonds are subject to shareholders' approval at a general meeting to be held. (/ /) shares (Note 1)	Nil	Nil
2. (/ /) shares (Note 1)		
3. (/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil N/A N/A	

Other Movements in Issued Share Capital

Other Movements in Issued Share Capital				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					
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)	(/ /)	
					N/A
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)	(/ /)	
					N/A
3. Placing	At price : State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	
					N/A
4. Bonus issue		Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	
					N/A
5. Scrip dividend	At price : State currency	Class of shares issuable (Note 1)	Issue and allotment	(/ /)	

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

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			
10. Other (Subscription)	At price : State currency _____	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	 N/A
		Total E. (Ordinary shares)	Nil
		(Preference shares)	N/A
		(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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

Submitted by: Tsang Kam Ching, David

Title: Director
(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.