



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Yangtze Optical Fibre and Cable Joint Stock Limited Company\*  
長飛光纖光纜股份有限公司

Date Submitted 7 January 2016

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code :	<u>06869</u>	Description :	<u>H Shares</u>	
			No. of ordinary shares	Par value (RMB)
				Authorised share capital (RMB)
Balance at close of preceding month	<u>339,697,794</u>		<u>1.00</u>	<u>339,697,794.00</u>
Increase/(decrease)	<u>11,869,000</u>			<u>11,869,000.00</u>
Balance at close of the month	<u>351,566,794</u>		<u>1.00</u>	<u>351,566,794.00</u>
(2) Stock code :	<u>N/A</u>	Description :	<u>Domestic Shares</u>	
			No. of ordinary shares	Par value (RMB)
				Authorised share capital (RMB)
Balance at close of preceding month	<u>299,764,804</u>		<u>1.00</u>	<u>299,764,804.00</u>
Increase/(decrease)	<u>30,783,000</u>			<u>30,783,000.00</u>
Balance at close of the month	<u>330,547,804</u>		<u>1.00</u>	<u>330,547,804.00</u>

\* For identification purposes only





## 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. 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)						
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)	N/A
					(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. 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) ( / / ) _____						
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)	N/A	
				(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
<p>1. On 28 July 2015, the Company entered into the H Share Subscription Agreements with each of the Connected H Share Subscribers pursuant to which the Connected H Share Subscribers have conditionally agreed to subscribe for in cash, and the Company has conditionally agreed to allot and issue, a total of 1,205,000 new H Shares at the subscription price for each Subscribed H Share being 85% of the average closing price of the H Shares for the five (5) Trading Days immediately before the date of the Placing Agreement, subject to a floor price of HK\$7.15 per Subscribed H Share.</p> <p>For details, please refer to the announcement dated 28 July 2015 and the circular dated 2 September 2015.</p> <p>EGM, Domestic Share Class Meeting and H Share Class Meeting approval date : 19 October 2015</p> <p style="text-align: right;">H shares (<i>Note 1</i>)</p>	1,205,000	Nil
<p>2. On 28 July 2015, the Company entered into the LP Unit Subscription Agreements with each of the Connected Domestic Share Subscribers pursuant to which the Connected Domestic Share Subscribers have conditionally agreed to indirectly subscribe for New Domestic Shares LP Units of the Limited Partnership representing a total of 13,529,000 underlying Domestic Shares and the Company has conditionally agreed to allot and issue a total of 13,529,000 Domestic Shares. On 29 August 2015, the Company entered into a LP Unit Subscription Agreement with Mr. Jiang Zhikang, a supervisor of the Company and one of the Connected Domestic Share Subscribers. Pursuant to this LP Unit Subscription Agreement, the Company has agreed to allot and issue 723,000 Domestic Shares to the Limited Partnership as part of the New Domestic Shares to be issued under the Proposed Employee Stock Ownership Scheme, at a price of HK\$7.15 per underlying Domestic Share. Accordingly, a total of 14,252,000 Domestic Shares will be issued to the Limited Partnership pursuant to the 12 LP Unit Subscription Agreements.</p> <p>For details, please refer to the announcements dated 28 July 2015, 30 August 2015 and the circular dated 2 September 2015.</p> <p>EGM, Domestic Share Class Meeting and H Share Class Meeting approval date : 19 October 2015</p> <p style="text-align: right;">Domestic shares (<i>Note 1</i>)</p>	14,252,000	Nil
<p>3. Proposed subscription of 16,531,000 new Domestic Shares by the limited partnerships to be established and owned by selected employees pursuant to the Proposed Employee Stock Ownership Scheme.</p> <p>For details, please refer to the circular dated 2 September 2015.</p> <p>EGM, Domestic Share Class Meeting and H Share Class Meeting approval date : 19 October 2015</p> <p style="text-align: right;">Domestic shares (<i>Note 1</i>)</p>	16,531,000	Nil
<p>4. Proposed placing of a total of not more than 10,664,000 new H Shares to certain institutional investors</p> <p>For details, please refer to the circular dated 2 September 2015.</p> <p>EGM, Domestic Share Class Meeting and H Share Class Meeting approval date : 19 October 2015</p> <p style="text-align: right;">H shares (<i>Note 1</i>)</p>	10,664,000	Nil
<p style="text-align: right;">Total D. (Ordinary shares)</p> <p style="text-align: right;">(Preference shares)</p> <p style="text-align: right;">(Other class)</p>	<p>(1) 11,869,000 H shares</p> <p>(2) 30,783,000 Domestic shares</p> <p style="text-align: center;">N/A</p> <p style="text-align: center;">N/A</p>	

## 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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	N/A	N/A
2.	Open offer	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	N/A
3.	Placing	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	N/A
4.	Bonus issue		Class of shares issuable _____ <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 issuer which may be issued pursuant thereto as at close of the month
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) ( / / )	N/A	N/A
6.	Repurchase of shares		Class of shares repurchased _____ (Note 1) Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	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	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	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 issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
10. Other (Please specify)	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	N/A
Total E. (Ordinary shares)		N/A	
(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) 11,869,000 H shares
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	(2) 30,783,000 Domestic shares
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>	

