



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28 February 2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Chongqing Machinery & Electric Co., Ltd.

Date Submitted 4 March 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : N/A Description : Domestic shares

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>2,584,452,684</u>	<u>RMB1.00</u>	<u>RMB2,584,452,684</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>2,584,452,684</u>	<u>RMB1.00</u>	<u>RMB2,584,452,684</u>

(2) Stock code : 2722 Description : H shares

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>1,100,187,470</u>	<u>RMB1.00</u>	<u>RMB1,100,187,470</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>1,100,187,470</u>	<u>RMB1.00</u>	<u>RMB1,100,187,470</u>

2. Preference Shares

Stock code :	<u> N/A </u>	Description :	<u> N/A </u>
	No. of domestic shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	<u> N/A </u>	<u> N/A </u>	<u> N/A </u>
Increase/(decrease)	<u> N/A </u>	<u> </u>	<u> N/A </u>
Balance at close of the month	<u> N/A </u>	<u> N/A </u>	<u> N/A </u>

3. Other Classes of Shares

Stock code :	<u> N/A </u>	Description :	<u> N/A </u>
	No. of H classes of shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	<u> N/A </u>	<u> N/A </u>	<u> N/A </u>
Increase/(decrease)	<u> N/A </u>	<u> </u>	<u> N/A </u>
Balance at close of the month	<u> N/A </u>	<u> N/A </u>	<u> N/A </u>

Total authorised share capital at the end of the month (*RMB*) : RMB3,684,640,154

II. Movements in Issued Share Capital

	No. of ordinary shares		No. of domestic shares	No. of H shares
	(1)	(2)		
Balance at close of preceding month	<u>2,584,452,684</u>	<u>1,100,187,470</u>	_____	_____
Increase/ (decrease) during the month	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
Balance at close of the month	<u>2,584,452,684</u>	<u>1,100,187,470</u>	_____	_____

III. Details of Movements in Issued Share Capital (**Not Applicable**)

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. _____ _____ _____ _____ (/ /) _____ shares	_____	_____	_____	_____	_____	_____
(Note 1)						
2. _____ _____ _____ _____ (/ /) _____ shares	_____	_____	_____	_____	_____	_____
(Note 1)						
3. _____ _____ _____ _____ (/ /) _____ shares	_____	_____	_____	_____	_____	_____
(Note 1)						
Total A. (Ordinary shares)					_____	
(Preference shares)					_____	

For Main Board and GEM listed issuers
(H class) _____

Total funds raised during the month from exercise of
options (State currency) _____

Warrants to Issue Shares of the Issuer which are to be Listed **(Not Applicable)**

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. _____ _____	_____	_____	_____	_____	_____	_____
(/ /) 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) _____ (/ /)	_____	_____	_____	_____	_____	_____

For Main Board and GEM listed issuers

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
Total B.			(Ordinary shares)	_____	(Preference shares)	_____
			(H class)	_____		

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) **(Not Applicable)**

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) _____ (H 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) **(Not Applicable)**

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. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
2. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
3. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
_____ _____ Total D. (Ordinary shares) _____ (Preference shares) _____ (H 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) / (/)	Nil	Nil
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) / (/)	Nil	Nil
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) / (/)	Nil	Nil
4. Bonus issue		Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) / (/)	EGM approval date: (dd/mm/yyyy) / (/)	Nil	Nil

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) / (/)	Nil	Nil
6.	Repurchase of shares		Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) / (/) EGM approval date: (dd/mm/yyyy) / (/)	Nil	Nil
7.	Redemption of shares		Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) / (/) EGM approval date: (dd/mm/yyyy) / (/)	Nil	Nil
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) / (/)	Nil	Nil

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 _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) / (/)</p> <p>EGM approval date: (dd/mm/yyyy) / (/)</p>	Nil	Nil
10. Other (Please specify)	<p>At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) / (/)</p> <p>EGM approval date: (dd/mm/yyyy) / (/)</p>	Nil	Nil
		Total E. (Ordinary shares)	N/A
		(Preference shares)	N/A
		(H class)	Nil
		(Domestic Shares)	Nil

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
	(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 H classes of shares during the month (i.e. Total of A to E):		Nil
Total increase / (decrease) in domestic shares during the month (i.e. Total of A to E):		Nil
<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: Chen Xianzheng

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.*