

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

For the month ended (dd/mm/yyyy) : 31/12/2010

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | POU SHENG INTERNATIONAL (HOLDINGS) LIMITED |
|----------------|--------------------------------------------|
| Date Submitted | 04/01/2011                                 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares                   |                           |                                  |                                                 |  |  |
|--------------------------------------|---------------------------|----------------------------------|-------------------------------------------------|--|--|
| (1) Stock code : <u>3813</u> Descrip | tion : Ordinary           | Shares                           |                                                 |  |  |
|                                      | No. of ordinary shares    | Par value<br>( <i>HK\$</i> )     | Authorised share<br>capital<br>(HK\$)           |  |  |
| Balance at close of preceding month  | 30,000,000,000            | 0.01                             | 300,000,000                                     |  |  |
| Increase/(decrease)                  |                           |                                  |                                                 |  |  |
| Balance at close of the month        | 30,000,000,000            | 0.01                             | 300,000,000                                     |  |  |
| (2) Stock code : <u>N/A</u> Descrip  | tion : <u>N/A</u>         |                                  |                                                 |  |  |
|                                      | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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                 |                                  |                                                 |
|--------------------|----------------|---------------|---------------------|----------------------------------|-------------------------------------------------|
|                    |                |               | preference<br>nares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close o | f preceding mo | onth          |                     |                                  |                                                 |
| Increase/(decrease | 2)             |               |                     |                                  |                                                 |
| Balance at close o | f the month    |               |                     |                                  |                                                 |

### 3. Other Classes of Shares

| Stock code : <u>N/A</u> Descrip     | ption : <u>N/A</u>             |                                  |                                                 |
|-------------------------------------|--------------------------------|----------------------------------|-------------------------------------------------|
|                                     | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| 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\$): 300,000,000

## II. Movements in Issued Share Capital

|                                          | No. of ordi   | inary shares | No of preference | No. of other classes |
|------------------------------------------|---------------|--------------|------------------|----------------------|
|                                          | (1)           | (2)          | shares           | of shares            |
| Balance at close of preceding month      | 4,290,495,163 | N/A          | <u>N/A</u>       | <u>N/A</u>           |
| Increase/ (decrease)<br>during the month | 0             | N/A          | N/A              | N/A                  |
| Balance at close of the month            | 4,290,495,163 | N/A          | <u>N/A</u>       | N/A                  |

III. Details of Movements in Issued Share Capital

| Share Options (under   | Share Option  | Schemes of the  | Issuer)        |              |                      |                          |
|------------------------|---------------|-----------------|----------------|--------------|----------------------|--------------------------|
| Particulars of share   |               |                 |                |              | No. of new shares of | No. of new shares of     |
| option scheme          |               |                 |                |              | issuer issued during | issuer which may be      |
| including SGM          |               |                 |                |              | the month pursuant   | issued pursuant thereto  |
| approval date          |               | Movement duri   | ng the month   |              | thereto              | as at close of the month |
| (dd/mm/yyyy) and -     |               |                 |                |              | -                    |                          |
| class of shares        | ~ .           |                 | ~              |              |                      |                          |
| issuable               | Granted       | Exercised       | Cancelled      | Lapsed       |                      |                          |
| 1.Share Option         |               |                 |                |              |                      |                          |
| Scheme                 |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
| (14/05/2008)           |               |                 |                |              |                      |                          |
| Ordinary shares        | NIL           | NIL             | NIL            | 975,000      | NIL                  | 56,580,000               |
| (Note 1)(See           |               |                 |                | ·            |                      |                          |
| Remark (1))            |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
| 2.N/A                  |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
| shares                 |               |                 |                |              |                      |                          |
| (Note 1)               | <u> </u>      | ·               | ·              |              |                      |                          |
| (INOLE 1)              |               |                 |                |              |                      |                          |
| 2 NI/A                 |               |                 |                |              |                      |                          |
| <u>3. N/A</u>          |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
|                        |               |                 |                |              |                      |                          |
| ( / / )                |               |                 |                |              |                      |                          |
| shares                 |               |                 |                |              |                      |                          |
| (Note 1)               |               |                 |                |              |                      |                          |
|                        |               | To              | otal A. (Ordin | nary shares) | Nil                  |                          |
|                        |               |                 | (Prefere       | ence shares) | N/A                  |                          |
|                        |               |                 | (              | Other class) | N/A                  |                          |
| Total funds raised dur | ing the month | from exercise o |                | ,            |                      |                          |
| options (State currenc |               |                 | Nil            |              |                      |                          |
| · ·                    | -             |                 |                |              |                      |                          |

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                                                                                                                      | Currency of Nominal value at<br>nominal close of<br>value preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month                                     | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| <u>1. N/A</u>                                                                                                                                                                 |                                                                           |                                  |                                                                               |                                                                                        |                                                                                                                |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                       | ( / / )                                                                   |                                  |                                                                               |                                                                                        |                                                                                                                |
| 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)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price                                                                                 |                                                                           |                                  |                                                                               |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)                                                                                                                                          |                                                                           |                                  |                                                                               |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)<br>4.                                                                                                                                                            | ( / / )                                                                   |                                  |                                                                               |                                                                                        |                                                                                                                |
| ( / / )                                                                                                                                                                       | · · ·                                                                     |                                  |                                                                               |                                                                                        |                                                                                                                |
|                                                                                                                                                                               |                                                                           |                                  |                                                                               |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                                                                                                                          | ( / / )                                                                   |                                  |                                                                               |                                                                                        |                                                                                                                |
|                                                                                                                                                                               | Total                                                                     | (Prefere                         | nary shares) <u>Nil</u><br>ence shares) <u>N/A</u><br>Other class) <u>N/A</u> |                                                                                        |                                                                                                                |

| Convertibles (i.e. Convertible in                                                                                            | nto Sharas of the l | sur which are to                         |                                       | For Main Board                              | and GEM liste                                                                          | d issuers                                                                                                      |
|------------------------------------------------------------------------------------------------------------------------------|---------------------|------------------------------------------|---------------------------------------|---------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| Class and description                                                                                                        |                     | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month      | Amount at<br>close of the<br>month          | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
| 1. N/A                                                                                                                       |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable) |                     | ·                                        |                                       |                                             |                                                                                        |                                                                                                                |
| (dd/mm/yyyy))                                                                                                                | ( / / )             |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| 2.                                                                                                                           |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Stock code (if listed)                                                                                                       |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Class of shares                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| issuable ( <i>Note 1</i> )                                                                                                   |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| EGM approval date                                                                                                            |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| (if applicable)                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)3.                                                                                                               | ( / / )             |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| 5.                                                                                                                           |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Stock code (if listed)                                                                                                       |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| issuable (Note 1)                                                                                                            |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Subscription price                                                                                                           |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| EGM approval date (if applicable)                                                                                            |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              | ( / / )             |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| 4.                                                                                                                           |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Stock code (if listed)                                                                                                       |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Class of shares                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| issuable (Note 1)                                                                                                            |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| Subscription price                                                                                                           |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| (if applicable)                                                                                                              |                     |                                          |                                       |                                             |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)                                                                                                                 | ( / / )             |                                          |                                       | ,                                           |                                                                                        |                                                                                                                |
|                                                                                                                              |                     |                                          |                                       | nary shares) <u>Nil</u><br>ence shares) N/A |                                                                                        | -                                                                                                              |
|                                                                                                                              |                     |                                          |                                       | Other class) $N/A$                          |                                                                                        | -                                                                                                              |
|                                                                                                                              |                     |                                          | · · · · · · · · · · · · · · · · · · · | ·                                           |                                                                                        | -                                                                                                              |

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 SGM approval date (dd/mm/yyyy),<br>If applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| 1                                                                                                          | Nil                                                                           | Nil                                                                                                |
| 2                                                                                                          | Nil                                                                           | Nil                                                                                                |
| 3                                                                                                          | Nil                                                                           | Nil                                                                                                |
| ordinary shares (Note 1)      Total D. (Ordinary shares)      (Preference shares)      (Other class)       | Nil<br>N/A<br>N/A                                                             |                                                                                                    |

#### Other Movements in Issued Share Capital

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

| Ту | pe of Issue          |                                  |                                                                                                                                   | For Main E                            | Board and GEM li<br>No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new shares of |
|----|----------------------|----------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|------------------------------------------------------------------------------------------------------------|----------------------|
|    | •                    |                                  |                                                                                                                                   |                                       |                                                                                                            |                      |
| 5. | Scrip dividend       | At price : State<br>currency ——— | Class of shares<br>issuable ( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | <br>( / / _ )<br>( / / _ )            |                                                                                                            | Nil                  |
| 6. | Repurchase of shares |                                  | Class of shares<br>repurchased ( <i>Note 1</i> )<br>Cancellation date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)     | ( / / )                               |                                                                                                            | Nil                  |
| 7. | Redemption of shares |                                  | Class of shares<br>redeemed ( <i>Note 1</i> )<br>Redemption date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)          | ( / / )                               |                                                                                                            | Nil                  |
| 8. | Consideration issue  | At price : State                 | Class of shares<br>issuable ( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | <u>ordinary</u><br>( / / )<br>( / / ) | Nil                                                                                                        | Nil                  |

|     |                        |                              |                                                |                                                                                                                                   | For Main Bo                                                            | ard and GEM li                                                                         | sted issuers                                                                                                      |
|-----|------------------------|------------------------------|------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Ту  | pe of Issue            |                              |                                                |                                                                                                                                   |                                                                        | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|     |                        |                              |                                                | Class of shares issuable ( <i>Note 1</i> )                                                                                        |                                                                        |                                                                                        |                                                                                                                   |
| 9.  | Capital reorganisation |                              |                                                | Issue and allotment<br>date : (dd/mm/yyyy)                                                                                        | ( / / )                                                                |                                                                                        |                                                                                                                   |
|     |                        |                              |                                                | EGM approval date:<br>(dd/mm/yyyy)                                                                                                | ( / / )                                                                | Nil                                                                                    | Nil                                                                                                               |
| 10. | Consideration shares   | At price : State<br>currency | To be<br>determined<br>at the date<br>of issue | Class of shares<br>issuable ( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | <u>ordinary</u><br>30/09/2011<br>(30/09/2012)<br>30/09/2013<br>( / / ) | Nil                                                                                    | 18,990,000                                                                                                        |
|     |                        |                              |                                                |                                                                                                                                   |                                                                        |                                                                                        | See Remark (2))                                                                                                   |
| 11. | Profit<br>shares       | At price : State<br>currency | To be<br>determined<br>at the date<br>of issue | Class of shares<br>issuable ( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy)                                       | ordinary                                                               |                                                                                        |                                                                                                                   |
|     |                        |                              |                                                | EGM approval date:<br>(dd/mm/yyyy)                                                                                                | ( / / )                                                                | Nil                                                                                    | <u>15,000,000</u><br>See Remark (2))                                                                              |
|     |                        |                              |                                                |                                                                                                                                   | rdinary shares)<br>ference shares)<br>(Other class)                    | Nil<br>N/A                                                                             | (2))                                                                                                              |

| 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):

- (1) On 21 January 2010, the Company granted to certain eligible participants options to subscribe for ordinary shares of nominal value of HK\$0.01 each in the share capital of the Company pursuant to a share option scheme adopted on 14 May 2008 at an exercise price of HK\$1.62 per share. Five employees (as grantees of the options) resigned in December 2010; and ultimately, a total of 975,000 options lapsed.
- (2) 18,990,000 Consideration Shares and 15,000,000 Profit Shares will be issued according to the Business
  Opportunity Compensation Agreement dated 6 August 2010. Details of which are stipulated in the
  Company's announcement dated 6 August 2010.

| Submitted by: | Chong Yim Kuen                                         |
|---------------|--------------------------------------------------------|
| Title:        | Financial Controller                                   |
|               | (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.