

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	POU SHENG INTERNATIONAL (HOLDINGS) LIMITED
Date Submitted	03/10/2013

I. Movements in Authorised Share Capital

1.	Ordinary	Shares

(1) Stock code : <u>3813</u> Descrip	otion : Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (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	otion : <u>N/A</u>		
	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	Descrip	otion :	N/A		
			-	preference pares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month				
Increase/(decreas	se)					
Balance at close	of the month					

3. Other Classes of Shares

Stock code : <u>N/A</u> D	escription : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mont	th		
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 ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	5,372,578,615	N/A	N/A	<u>N/A</u>
Increase/ (decrease) during the month	6,330,000	N/A	N/A	N/A
Balance at close of the month	5,378,908,615	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under	Share Option	Schemes of the	Issuer)		N	N
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	Crontad	Evenciesd	Concelled	Langed		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option Scheme						
(adopted on						
14/05/2008						
and amended						
on 07/03/2012)		NUT	NUT	NUT	NUT	22 702 000
Ordinary shares	NIL	NIL	NIL	NIL	NIL	23,792,000
(Note 1)(See Remark (1))						
Kemark (1))						
2.Share Option						
Scheme						
benefite						
(adopted on						
14/05/2008						
and amended						
on 07/03/2012)						
Ordinary shares	NIL	NIL	NIL	300,000	NIL	32,180,000
(Note 1)(See						
Remark (2))						
3.Share Option						
· · · · · · · · · · · · · · · · · · ·						
Scheme						
(adopted on						
14/05/2008						
and amended						
on 07/03/2012)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	1,875,000
(Note 1) (See						
Remark(3))		_				
		To	otal A. (Ordi	•	Nil	
				ence shares)	N/A	
			,	Other class)	N/A	
Total funds raised dur		from exercise of				
options (State currenc	:y)		Nil			

Description of warrants (Date of expiry - dd/mm/yyyy)	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
<u>1. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)	· ·				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)					
<u>2.</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date					
(if applicable) (dd/mm/yyyy) <u>3.</u>	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)				
Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertible in	nto Shores of the l	an which are to	For Main Board and GEM listed issuers			
Class and description		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
<u>1. N/A</u>						
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 (Note 1)						
Subscription price						
EGM approval date (if applicable)						
	(/ /)					
4.						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
(du/mii/yyyy)	(/ /)			nary shares) <u>Nil</u> ence shares) <u>N/</u>		
				Other class) $\frac{N/A}{N/A}$		-

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)

If applicable, and class of shares issuable:		issued pursuant thereto as at close of the month
1.	Nil	Nil
2	Nil	Nil
3.		
(/ /) ordinary shares (Note 1)	Nil	Nil
Total D. (Ordinary shares)	Nil	
(Preference shares) (Other class)	N/A N/A	

Other Movements in Issued Share Capital

	pe of Issue	a 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
			Class of shares <u>Ordinary</u> issuable (<i>Note 1</i>)		
1.	Rights issue	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	Nil	Nil
				1111	
			Class of sharesissuable (<i>Note 1</i>)		
2.	Open offer	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	Nil	Nil
				1111	
			Class of sharesissuable (<i>Note 1</i>)		
3.	Placing	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	Nil	Nil
				1111	
			Class of shares issuable (<i>Note 1</i>)		
4.	Bonus issue		Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	Nil	Nil

T	ype of Issue		For M	lain Bo	bard and GEM li No. of new shares of issuer issued during the month pursuant thereto	sted issuers 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 (<i>Note 1</i>) Issue and allotment (/ / date : (dd/mm/yyyy) EGM approval date: (/ / (dd/mm/yyyy)		Nil	Nil
6.	Repurchase of shares		Class of shares <u>Ordir</u> repurchased (<i>Note 1</i>) Cancellation date : (/ / (dd/mm/yyyy) AGM approval date: (/ / (dd/mm/yyyy))	Nil	Nil
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) Redemption date : (/ / (dd/mm/yyyy) EGM approval date: (/ / (dd/mm/yyyy)		Nil	Nil
8.	Consideration issue	At price : State currency	Class of shares <u>ordin</u> issuable (<i>Note 1</i>) Issue and allotment (/ date : (dd/mm/yyyy) EGM approval date: (/ (dd/mm/yyyy)	/)	Nil	<u>Nil</u>

Tv	pe of Issue		sha: issuer duri: mo pur	of new No. of new res of shares of r issued issuer which may be onth issued suant pursuant thereto as at close of the month
			Class of shares issuable (<i>Note 1</i>)	
€.	Capital reorganisation		Issue and allotment (/ /) date : (dd/mm/yyyy)	
			EGM approval date: (/ /) (dd/mm/yyyy) Nil	Nil
			<u>- 111</u>	
_			Class of shares <u>ordinary</u> issuable (<i>Note 1</i>)	
10.	Consideration shares	At price : State currency <u>HKI</u>	1.10Issue and allotment date : (dd/mm/yyyy)(30/09/2013)	
			EGM approval date: (/ /) (dd/mm/yyyy) 6,330),000 Nil
			<u>0,550</u>	
				(See Remark (4))
			Class of shares <u>ordinary</u> nined issuable (<i>Note 1</i>) date	
11.	Profit shares	At price : $\frac{\text{State}}{\text{currency}}$		
			EGM approval date: (/ /) (dd/mm/yyyy) <u>Nil</u>	5,000,000
				(See Remark (4))
				(See Remark (4))
	_		Class of shares <u>ordinary</u> issuable (<i>Note 1</i>)	
12.	Compensation shares	At price : State — Currency	Issue and allotment (/ /) date : (dd/mm/yyyy)	
			EGM approval date: (/ /) (dd/mm/yyyy) Nil	Nil
			<u></u>	
			Total E. (Ordinary shares) 6,330,	000
			(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)	6,330,000				
	(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 pursuant to a share option scheme adopted on 14 May 2008 (the "Share Option Scheme"), offered to grant 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 at an exercise price of HK\$1.62 per share. (The Share Option Scheme was duly amended on 7 March 2012).
- (2) On 20 January 2011, the Company pursuant to the Share Option Scheme, offered to grant 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 at an exercise price of HK\$1.23 per share. (The Share Option Scheme was duly amended on 7 March 2012). Two employees (as grantee of the options) resigned in September 2013; therefore, a total of 300,000 options owned by them were lapsed.
- (3) On 7 March 2012, the Company pursuant to the Share Option Scheme duly amended on 7 March 2012, offered to grant 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 at an exercise price of HK\$1.05 per share.
- (4) 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 (the "Business Opportunity Compensation Agreement"). Details of which are stipulated in the Company's announcement dated 6 August 2010.
 6,330,000 Consideration Shares were issued with a price of HK\$1.10 per shares in according to the Business Opportunity Compensation Agreement on 30 September 2011, 28 September 2012 and 30 September 2013 respectively. 5,000,000 Profit Shares remain as may-be issued new shares.

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.