

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

For the month ended (dd/mm/yyyy) : 31/03/2011

To : Hong Kong Exchanges and Clearing Limited

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

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : <u>3813</u> Description : <u>Ordinary Shares</u>					
	No. of ordinary shares	Par value ( <i>HK\$</i> )	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	tion : <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	Description :	N/A		
			preference nares	Par value (State currency)	Authorised share capital (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 (State currency)	Authorised share capital (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	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	4,290,495,163	N/A	N/A	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		<b>F</b> 1	0	T		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
(14/05/2008)						
Ordinary shares	NIL	NIL	NIL	50,000	NIL	55,355,000
(Note 1)(See						_
Remark (1))						
2.Share Option						
Scheme						
(14/05/2008)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	55,000,000
(Note 1)(See						· · ·
Remark (2))						
3. N/A						
———						
shares						
					·	
(Note 1)		т.	· 1 A (Ordin		XT'1	
		10	otal A. (Ordin	•	Nil	
				/	N/A	
				Other class)	N/A	
Total funds raised dur		1 from exercise o				
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 ( <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) <u>3</u> .	( / / )				
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
( / / ) Stock code (if listed) Class of shares					
issuable ( <i>Note 1</i> ) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> 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 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						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (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> 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), 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	Nil	Nil
2	Nil	Nil
3	Nil	Nil
ordinary shares (Note 1)      Total D. (Ordinary shares)      (Preference shares)      (Other class)	Nil N/A N/A	

#### 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
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: ( / / (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: ( / / (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: ( / / (dd/mm/yyyy)	)		
		Nil	Nil
Class of shares			
4. Bonus issue Issue and allotment ( / / date : (dd/mm/yyyy)	)		
EGM approval date: ( / / (dd/mm/yyyy)	)		
		Nil	Nil

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

	For Main Bo	ard and GEM listed issuers
Type of Issue		No. of new shares of issuer issuedNo. of new shares of issuer which may be month pursuant theretoNo. of new shares of issued pursuant thereto as at close of the month
	Class of sharesissuable ( <i>Note 1</i> )	
9. Capital reorganisation	Issue and allotment ( / / ) date : (dd/mm/yyyy)	
	EGM approval date: ( / / ) (dd/mm/yyyy)	<u>Nil Nil</u>
10. Consideration At price : $\frac{\text{State}}{\text{currency}} = \frac{\text{State}}{\text{currency}}$	Class of shares <u>ordinary</u> issuable ( <i>Note 1</i> ) Issue and allotment <u>30/09/2011</u> (30/09/2012) date : (dd/mm/yyyy) EGM approval date: (//) (dd/mm/yyyy)	<u>Nil</u> <u>18,990,000</u> (See Remark (3))
11. Profit At price : $\frac{\text{State}}{\text{currency}} = \frac{\frac{\text{To}}{\det at \ det at$	Class of shares <u>ordinary</u> issuable ( <i>Note 1</i> ) Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	<u>Nil 15,000,000</u> (See Remark (3))
	Total E. (Ordinary shares) (Preference shares) (Other class)	) <u>Nil</u> ) <u>N/A</u>

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 (the "Share Option Scheme") at an exercise price of HK\$1.62 per share.
  One employee (as grantee of the options) resigned in March 2011; therefore, a total of 50,000 options owned by him lapsed.
- (2) On 20 January 2011, 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 the Share Option Scheme at an exercise price of HK\$1.23 per share.
- (3) 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:	Chang Karen Yi-Fen
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.