

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : _____31/03/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Pou Sheng International (Holdings) Limited
Date Submitted	06/04/2017

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 (<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		
		-	reference ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding mo	onth			
Increase/(decreas	se)				
Balance at close	of the month				

3. Other Classes of Shares

Stock code : <u>N/A</u> Descri	iption : <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 ordinary shares		No. of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	5,337,948,615	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	5,337,948,615	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including SGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto	
approval date		Movement duri	ng the month		thereto	as at close of the month	
(dd/mm/yyyy) and -		Wovement dur	ing the month		-		
class of shares							
issuable	Granted	Exercised	Cancelled	Lapsed			
1.Share Option							
Scheme							
(adopted on							
14/5/2008							
and amended							
on 7/3/2012)	2.7.1	N T*1	2 11	5.711	5.711		
Ordinary shares	Nil	Nil	Nil	Nil	Nil	18,747,000	
(Note 1)(See Remark (1))							
2.Share Option							
Scheme							
(adopted on							
14/5/2008							
and amended							
on 7/3/2012)							
Ordinary shares	Nil	Nil	Nil	Nil	Nil	23,564,000	
(Note 1)(See Remark						,	
(2))							
3.Share Option							
Scheme							
(adopted on							
14/5/2008							
and amended on 7/3/2012)							
	NL1	Nil	N.1	NI:1	N:1	275 000	
Ordinary shares (Note 1)(See Remark	Nil	1111	Nil	Nil	Nil	375,000	
(<i>3</i>))							
4.Share Option							
Scheme							
(adopted on							
14/5/2008							
and amended							
on 7/3/2012)	2.7.1	N T*1	N T 1	N T*1	2.11	11 ((2 100	
Ordinary shares	Nil	Nil	Nil	Nil	Nil	11,663,190	
(Note 1)(See Remark (4))							
(-)/		Та	otal A. (Ordin	ary shares)	Nil		
		10	· ·	nce shares)	N/A		
			· ·	Other class)			
Fotal funds raised du	ing the month	from evercise o	((inc) class	11/11		
options (State currence			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)	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 3.	(/ /)				
5.					
(/ /)					
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 (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)					
(<u>-</u>)	Total	(Prefere	nary shares) <u>Nil</u> nce shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertible i	nto Sharag of the I	an which are to		For Main Board and GEM listed issuers		
Convertibles (i.e. Convertible i		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 (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy))2.	(/ /)	· · · · · · · · · · · · · · · · ·				
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)						
	(/ /)					
4.						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>	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.	Note 1)	Nil
2	/	Nil
3.	Note 1)	
(ordinary shares ()		Nil
Total D. (Ordinary (Preference (Other		

Other Movements in Issued Share Capital

	pe of Issue	n 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		
			issuable (Note 1)		
1.	Rights issue	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
				Nil	<u>Nil</u>
			Class of sharesissuable (<i>Note 1</i>)		
2.	Open offer	At price : State currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
				<u>Nil</u>	<u>Nil</u>
			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)		
				<u>Nil</u>	<u>Nil</u>
			Class of sharesissuable (<i>Note 1</i>)		
4.	Bonus issue		Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	2.71	
				<u>Nil</u>	<u>Nil</u>

Ty	ype of Issue	<u></u>	Class of shares issuable (<i>Note 1</i>)	For Ma:		ard and GEM lis 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	Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		Nil	<u>Nil</u>
6.	Repurchase of shares		Class of shares 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	<u>Nil</u>
8.	Consideration	At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	_ <u>Nil</u>

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	isted issuers No. of new shares of issuer which may be issued pursuant thereto as a 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))) Nil	Nil
		1111	1111
	Class of sharesissuable (<i>Note 1</i>)	_	
10. Consideration At price : State currency	Issue and allotment date : (dd/mm/yyyy) (/ /)	
	EGM approval date: (dd/mm/yyyy) (/ /) <u>Nil</u>	Nil
	Class of sharesissuable (<i>Note 1</i>)	_	
11. Profit shares At price : State	- Issue and allotment date : (dd/mm/yyyy))	
	EGM approval date: (/ / (dd/mm/yyyy)) <u>Nil</u>	Nil
	Class of sharesissuable (<i>Note 1</i>)	_	
12. Compensation At price : State State	- Issue and allotment (/ / date : (dd/mm/yyyy))	
	EGM approval date: (/ / (dd/mm/yyyy)) <u>Nil</u>	Nil
	Total E. (Ordinary sha (Preference sha (Other cl		

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 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).

(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) On 14 November 2016, the Company pursuant to the Share Option Scheme duly amended on 7 March 2012, offered to grant to Mr. Chang, Yun-Chih and Mr. Hu, Lung-Chih 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\$2.494 per share.

Submitted by: Wu, Pan-Tsu

 Chairman and Executive 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.*