

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/01/2018</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Pou Sheng International (Holdings) Limited
Date Submitted	05/02/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares									
(1) Stock code : <u>3813</u> Descript	(1) Stock code : <u>3813</u> Description : <u>Ordinary Shares</u>								
	No. of ordinary shares	Par value (HK\$)	Authorised share capital <i>(HK\$)</i>						
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> Descript	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		
		No.	of preference shares	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> Descri	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 ordinary shares		No. of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	5,338,548,615	N/A	N/A	N/A	
Increase/ (decrease) during the month	2,125,000	N/A	N/A	N/A	
Balance at close of the month	5,340,673,615	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under 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 du	ring the month		thereto	as at close of the month
(dd/mm/yyyy) and -					-	
class of shares		T ' 1		Ŧ 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
(adopted on						
14/5/2008 and amended						
on 7/3/2012)						
Ordinary shares	Nil	Nil	Nil	18,747,000	Nil	Nil
(Note 1)(See Remark	1,11			10,717,000		
(1))						
2.Share Option						
Scheme						
(adopted on						
14/5/2008						
and amended on 7/3/2012)						
Ordinary shares	Nil	2,125,000	Nil	Nil	2,125,000	20,839,000
(Note 1)(See Remark	1911	2,123,000			2,123,000	20,839,000
(1)(See Remark (2))						
3.Share Option						
Scheme						
(adopted on						
14/5/2008						
and amended						
on 7/3/2012)	NT.1	NT'1	NT'1	NT'1	NT'1	275 000
Ordinary shares	Nil	Nil	Nil	Nil	Nil	375,000
(Note 1)(See Remark (3))						
4.Share Option						
Scheme						
(adopted on						
14/5/2008						
and amended						
on 7/3/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	11 663 100
(Note 1)(See Remark	1111	1111	1111			11,663,190
(4))						
		- -	Total A. (Ord	linary shares)	2,125,000	
				rence shares)	N/A	
				,	N/A	
Total funds raised dur	ing the montl	h from exercise c	of	. ,		
options (State currenc			HK\$2,61	2 750		

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

Convertibles (i.e. Convertible i	nto Sharog of the I	aguar 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 (Note 1) Subscription price EGM approval date (if applicable) (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) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
<u>4.</u>						
	_					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		Fotal C. (Ordin	nary shares) Nil		
			(Prefere	ence shares) N/A Other class) N/A	1	-

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
ordinary shares (Note 1)		
2		
	-	
ordinary shares (Note 1)	Nil	Nil
3	_	
· · · · · · · · · · · · · · · · · · ·		
(/ /) ordinary shares (Note 1)	Nil	Nil
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

	pe of Issue	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 currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
				Nil	Nil
			Class of shares		
2.	Open offer	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
				Nil	<u>Nil</u>
			Class of sharesissuable (Note 1)		
3.	Placing	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (///) (dd/mm/yyyy)		
				Nil	Nil
			Class of sharesissuable (Note 1)		
4.	Bonus issue		Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		NT'1
				Nil	_ <u>Nil</u>

T	ype of Issue			For Ma	in Bo	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	date : (dd/mm/yyyy)	(/ /		Nil	<u>Nil</u>
6.	Repurchase of shares		AGM approval date:	(/ /		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	date : (dd/mm/yyyy)	(/ /		Nil	_ <u>Nil</u>

Ty	pe of Issue		F0	<u>r man</u>	80	ard and GEM li No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer whic may be issued pursuant thereto as a close of the month
			Class of shares				
9.	Capital reorganisation		Issue and allotment (/ date : (dd/mm/yyyy)	/ /))		
			EGM approval date: (/ (dd/mm/yyyy)	//))	Nil	Nil
						1111	
			Class of shares				
10.	Consideration shares	At price : State currency	Issue and allotment date : (dd/mm/yyyy) (/	/ /))		
		EGM approval date: (dd/mm/yyyy)	/ /))	Nil	Nil	
			Class of shares				
11.	Profit shares	At price : State		//))		
			EGM approval date: (/ (dd/mm/yyyy)	()	Nil	Nil
			Class of shares				
12.	Compensation shares	At price : State	Issue and allotment (/ date : (dd/mm/yyyy)	//))		
				//)	Nil	Nil
			Total E. (Ordin	ary shai	res	Nil	_
			(Preferen		res)	N/A	_
			X		,		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	2,125,000
	(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

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). All the outstanding options lapsed on 21 January 2018.
- (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:
 Fan Kam Wing

 Title:
 Company Secretary (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.*