

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2013

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | POU SHENG INTERNATIONAL (HOLDINGS) LIMITED |
|----------------|--|
| Date Submitted | 06/01/2014 |

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 | Description : | N/A | | |
|-------------------|----------------|---------------|---------------------|----------------------------------|---|
| | | | preference hares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close | of preceding m | onth | | | |
| Increase/(decreas | se) | | | | |
| Balance at close | of the month | | | | |

3. Other Classes of Shares

| Stock code : <u>N/A</u> Descr | 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

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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 | 5,378,908,615 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | NIL | N/A | N/A | <u>N/A</u> |
| 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)

| 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 (dd/mm/yyyy) and - | | Movement duri | ng the month | | thereto | as at close of the month |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1.Share Option | | | | | | |
| Scheme | | | | | | |
| (adopted on | | | | | | |
| 14/05/2008 and amended | | | | | | |
| on 07/03/2012) | | | | | | |
| Ordinary shares | NIL | NIL | NIL | 80,000 | NIL | 23,512,000 |
| (Note 1)(See Remark (1)) | | | | | | |
| 2.Share Option | | | | | | |
| Scheme | | | | | | |
| (adopted on | | | | | | |
| 14/05/2008 | | | | | | |
| and amended on 07/03/2012) | | | | | | |
| Ordinary shares | NIL | NIL | NIL | NIL | NIL | 31,680,000 |
| (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)) | | T | | | NT:1 | |
| | | 10 | otal A. (Ordin | ary shares) ence shares) | Nil | |
| | | | , | Other class) | | |
| Total funds raised dur | ing the month | n from exercise o | | Julei Class) | 11/71 | |
| options (State currence | | | Nil | | | |
| | | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A | 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 |
|---|---|----------------------------------|---|--|--|
| 1. IV/A | | | | | |
| (/ /) 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. | (/ /) | | | | |
| <u> </u> | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| 4. | | | | | |
| Class of shares | | | | | |
| issuable (<i>Note 1</i>) Subscription price | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| | Tota | (Prefere | ary shares) <u>Nil</u> nce shares) <u>N/A</u> Other class) <u>N/A</u> | | |

| Convertibles (i.e. Convertible i | nto Shoros of the l | For Main Boar to Shares of the Issuer which are to be Listed) | | | | rd 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 | | |
| 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. | (/ /) | · | | | | | | |
| | | | | | | | | |
| 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) (dd/mm/yyyy) 4. | (/ /) | | | | | | | |
| | | | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | Total C. (Ordin | nary shares) Nil | | | | |
| | | | (Prefere | ence shares) $\overline{N/A}$ Other class) $\overline{N/A}$ | 4 | - | | |

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 |
| ordinary shares (Note 1) 3. | | |
| (/ /) ordinary shares (Note 1) | Nil | Nil |
| Total D. (Ordinary shares) (Preference shares) (Other class) | Nil N/A N/A | |

Other Movements in Issued Share Capital

| Type of Issue | in 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 | 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> | <u>Nil</u> |
| | | Class of shares | | |
| 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 shares | | |
| 4. Bonus issue | | Issue and allotment (/ /) date : (dd/mm/yyyy) |) | |
| | | EGM approval date: (/ /) (dd/mm/yyyy) | | |
| | | | Nil | Nil |
| | | | | |

| Ty | ype of Issue | | Class of shares — | or Main | <u>n Bo</u> | ard 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 ——— | date : (dd/mm/yyyy) | / / | | | |
| 6. | Repurchase of shares | | (dd/mm/yyyy) | / / | | <u>Nil</u> | <u>Nil</u> |
| 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 issue | At price : State currency | date : (dd/mm/yyyy) | / / | | Nil | Nil |

| Ту | pe of Issue | | | | | <u>II B0</u> | ard and GEM li 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 (<i>Note 1</i>) | | | | |
| 9. | Capital reorganisation | | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | Nil | Nil |
| | | | | | | | | |
| | | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 10. | Consideration shares | At price : State curr | e ency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | Nil | Nil |
| | | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 11. | Profit shares | At price : State curr | e | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | Nil | Nil |
| | | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 12. | Compensation shares | At price : State | e ency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | Nil | Nil | |
| | | | | Total E. (O | rdinary sh | nares) | NIL | |
| | | | | | ference sh (Other o | nares) | N/A | _ |
| | | | | | (Other o | class) | N/A | |

| 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). One employee (as grantee of the options) resigned in December 2013; therefore, a total of 80,000 options owned by her was lapsed.
- (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.

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.