

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/10/2014</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	POU SHENG INTERNATIONAL (HOLDINGS) LIMITED
Date Submitted	03/11/2014

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					No. of new shares of issuer issued during	No. of new shares of 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 -		Wovement dun	ing the month		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
(adopted on						
14/05/2008						
and amended						
<u>on 07/03/2012)</u>	NIII	NIII	NII	NIII	NII	22 112 000
Ordinary shares	NIL	NIL	NIL	NIL	NIL	23,112,000
(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	75,000	NIL	30,150,000
(Note 1)(See $P_{\text{constraint}}(2)$)						
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 $P_{\text{constraint}}(2)$)						
Remark (3))		T	otal A. (Ordir	ary charac)	Nil	
		10		-	N/A	
Total funds raised due	ing the month	from avaraisa		Other class)	1N/A	
Total funds raised dur options (State currence		i nom exercise (Nil			
options (state current	())		1111			

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 Shorog of the l	For Main Bo to Shares of the Issuer which are to be Listed)				oard 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))	
			Nil	<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	<u>Nil</u>

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).

(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). One employee (as grantee of the options) resigned in October 2014; therefore, a total of 75,000 options owned by him was 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.

Submitted by: Chong Yim Kuen

 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.