

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>30/06/2013</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	POU SHENG INTERNATIONAL (HOLDINGS) LIMITED
Date Submitted	04/07/2013

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

_ _

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	5,332,943,953	N/A	N/A	N/A
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A
Balance at close of the month	5,332,943,953	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 issuer which may be
option scheme including SGM					issuer issued during the month pursuant	issued pursuant thereto
approval date			·		thereto	as at close of the month
(dd/mm/yyyy) and –		Movement dur	ing the month		-	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						
<u>on 07/03/2012)</u>	N TH	N IT I		16,000	NUT	27.272.000
Ordinary shares	NIL	NIL	5,557,000	16,000	NIL	27,372,000
(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	570,000	NIL	34,080,000
(Note 1)(See $P_{amark}(2)$)						
Remark (2))						
3.Share Option						
Scheme						
(adopted on						
14/05/2008						
and amended						
<u>on 07/03/2012)</u>	NII	NII	NUL	NIII	NU	1 975 000
Ordinary shares (Note 1) (See	NIL	NIL	NIL	NIL	NIL	1,875,000
(Note 1) (See Remark (3))						
		Т	otal A. (Ordir	nary shares)	Nil	
				-	N/A	
				Other class)		
Total funds raised dur	ing the month	n from exercise o		5 mer (1000)		
options (State currenc			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 Shorog of the l	laguar which are to		For Main Board	and GEM liste	d 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.	(/ /)	·				
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

	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 Ordinary		
1	Dights issue	At price . State	issuable (<i>Note 1</i>) Issue and allotment (/ /)		
1.	Rights issue	At price : State currency	date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	Nil	Nil
			Class of shares issuable (<i>Note 1</i>)		
2.	Open offer	At price : State	Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)		
				Nil	Nil
			Class of shares		
3.	Placing	At price : State	<pre>issuable (Note 1) _ Issue and allotment (/ /) date : (dd/mm/yyyy)</pre>		
			EGM approval date: (/ /)		
			(dd/mm/yyyy)	Nil	Nil
			Class of shares issuable (<i>Note 1</i>)		
4.	Bonus issue		Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	NI:1	N1/1
				Nil	<u>Nil</u>

Т	ype of Issue		For I	Main Bo	bard 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	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>
6.	Repurchase of		Class of shares <u>Ordi</u> repurchased (<i>Note 1</i>) Cancellation date : (/ .			
	shares		(dd/mm/yyyy) AGM approval date: (/ , (dd/mm/yyyy)	′)	Nil	Nil
7.	Redemption of		Class of shares redeemed (<i>Note 1</i>) Redemption date : (/	·)		
	shares		(dd/mm/yyyy) EGM approval date: (/ , (dd/mm/yyyy)		Nil	Nil
			Class of shares <u>ordi</u> issuable (<i>Note 1</i>)	nary		
8.	Consideration issue	At price : State	Issue and allotment (/ date : (dd/mm/yyyy)			
			EGM approval date: (/ (dd/mm/yyyy)	/)	Nil	Nil

Type of Issue			For Main Bo	ard and GEM li 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
9. Capital reorganisation		Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	Nil	Nil
10. Consideration At price : State shares	To be determined at the date of issue	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>ordinary</u> (30/09/2013) (/ /)	Nil	<u>6,330,00</u> See Remark (4
11. Profit At price : State shares Currency	To be determined at the date of issue	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	<u>5,000,000</u> See Remark (4
2. Compensation At price : State shares currency	To be determined at the date of issue	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	<u>39,634,66</u> See Remark (5
			rdinary shares) ference shares) (Other class)	NIL N/A	
Total increase / (decrease) in ordinary sl	nares during the	month (i.e. Total of A to	E): (1) <u> </u>	٩IL

Total merease / (decrease) in ordinary shares during the month (i.e. Total of 7 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 Iss	ued Sh	are 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 and eight consultants (as grantee of the options) resigned in June 2013; therefore, a total of 16,000 and 5,557,000 options owned by them were lapsed and cancelled.
- (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). Three employees (as grantee of the options) resigned in June 2013; therefore, a total of 570,000 options owned by them 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.
- (4) 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 (the "Business Opportunity Compensation Agreement"). Details of which are stipulated in the Company's announcement dated 6 August 2010.
 6,330,000 Consideration Shares were issued with a price of HK\$1.10 per shares in according to the Business Opportunity Compensation Agreement on 30 September 2011 and 28 September 2012 respectively. 6,330,000 Consideration Shares and 5,000,000 Profit Shares remain as may-be issued new shares.
- (5) 39,634,662 Compensation Shares (as adjusted) will be issued according to the Business Opportunity Compensation Deed dated 13 January 2012. Details of which are stipulated in the Company's announcement dated 13 January 2012.

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.*