

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	POU SHENG INTERNATIONAL (HOLDINGS) LIMITED
Date Submitted	05/02/2009

I. Movements in Authorised Share Capital

(1) Stock code :	<u>3813</u> Descri	ption : Ordinary	Shares			
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)		
Balance at close of	of preceding month	30,000,000,000	0.01	300,000,000		
Increase/(decreas	e)					
Balance at close of	of the month	30,000,000,000	0.01	300,000,000		
(2) Stock code :	<u>N/A</u> Descri	ption : <u>N/A</u>				
			Par value	Authorised share		
		No. of ordinary shares	(State currency)	capital (State currency)		
Balance at close of	of preceding month		(State	capital		
Balance at close of Increase/(decreas			(State	capital		

## 2. Preference Shares

Stock code :	N/A	Description :	N/A		
			preference nares	Par value (State currency)	Authorised share capital (State currency)
Balance at close o	of preceding m	onth			
Increase/(decrease	e)				
Balance at close o	of the month				

## 3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	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 ordir	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	3,567,559,000	N/A	N/A	N/A
Increase/ (decrease) during the month		N/A	N/A	N/A
Balance at close of the month	3,567,559,000	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
option scheme					issuer issued during	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 -			0			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
(14 /05 / 2008)						
shares	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)	INL					
(Ivole I)						
2.N/A						
<u>2.1N/A</u>						
( / / )						
shares						
(Note 1)						
3. N/A						
shares			·			
(Note 1)		-				
		Тс	otal A. (Ordin	•	Nil	
				,	N/A	
			(0	Other class)	N/A	
Total funds raised dur	ring the month	from exercise o	f			
options (State currenc	cy)		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
( / / ) Stock code (if listed) Class of shares issuable (Note 1) 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.					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
<u>4.</u>					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertible i	nto Sharaa of tha l	laguar which are to		For Main Board	and GEM liste	d 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)	( / / ) 					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date		·				
(if applicable) (dd/mm/yyyy)	( / / )					
(((() min/yyyy)			(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>	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)

if a	l particulars including SGM approval date (dd/mm/yyyy), pplicable, 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.	Pre-IPO Share Subscription Plan (see Remark (1)).		
	(14/05 /2008 ) ordinary shares ( <i>Note 1</i> )	NIL	124,252,000
2.	DZJ Acquisition Agreement dated 13 January 2009 pursuant to which 393,584,541 new ordinary shares may be issued (see Remark (2)).		
-	( / / ) ordinary shares (Note 1)	NIL	393,584,541
3.	Yue Yuen Subscription Agreement dated 13 January 2009 pursuant to which 421,621,622 new ordinary shares may be issued (see Remark (3)). (27 /02/2009 ) ordinary shares ( <i>Note 1</i> )	NIL	421,621,622
-	Total D. (Ordinary shares)	NIL	
	(Preference shares)	N/A N/A	
	(Other class)		

Ot	her Movements in	Issued Share Capital				No. of new	No. of new
	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	shares of
			Class of shares issuches				
			Class of shares issuable ( <i>Note 1</i> )				
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 issuable				
			(Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						Nil	Nil
			Class of shares issuable				
		State	(Note 1) Issue and allotment	( / /	)		
3.	Placing	At price : State	date : (dd/mm/yyyy)		,		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						Nil	Nil
			Class of shares issuable				
4.	Bonus issue		( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			(dd/mm/yyyy)			Nil	Nil

Other Movements in Issued Share Capital

	Type of Issue			F	For M	<u>fain F</u>	Boar	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
		6		Class of shares issuable (Note 1)					
5.	Scrip dividend	At price : State currency		Issue and allotment date : (dd/mm/yyyy)	( /	/	)		
				EGM approval date: (dd/mm/yyyy)	( /	/	)	Nil	Nil
				Class of shares repurchased ( <i>Note 1</i> )					
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( /	/	)		
				EGM approval date: (dd/mm/yyyy)	( /	/	)	Nil	Nil
				Class of shares redeemed (Note 1)					
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	( /	/	)		
				EGM approval date: (dd/mm/yyyy)	( /	/	)	Nil	Nil
				Class of shares issuable (Note 1)	<u>or</u>	dinar	у		
8.	Consideration issue		HK\$ 0.925	Issue and allotment date : (dd/mm/yyyy)	( /	/	)		
				EGM approval date: (dd/mm/yyyy)	( /	/	)	<u>Nil</u> (	393,584,541 see Remark (2))

					For Main Boar		
	Type of Issue					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
			HK\$	Class of shares issuable (Note 1)	<u>ordinary</u>		
10.	Other (Subscription share)	At price : State currency	0.925	Issue and allotment date : (dd/mm/yyyy)	( / / )		
				SGM approval date: (dd/mm/yyyy)	(27/02/2009)	<u>Nil</u> (	421,621,622 see Remark (3))
11	Other		HK\$	Class of shares issuable (Note 1)	ordinary		
11.	(Pre-IPO Subscription Plan)	At price : State currency	2.14	Issue and allotment date : (dd/mm/yyyy)	( / / )		
				SGM approval date: (dd/mm/yyyy)	(14/05/2008)	Nil (	124,252,000 see Remark (1))
				Total E. ( (P	Ordinary share reference share (Other clas	s) 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):

- A summary of the principle terms of the Pre-IPO Share Subscription Plan is set out in the prospectus of the Company dated 26 May 2008.
- (2) 393,584,541 new ordinary shares may be issued pursuant to the DZJ Acquisition Agreement dated
   13 January 2009. The DZJ Acquisition was approved by a written shareholders' approval dated 13 January

2009 in lieu of holding a general meeting under Rule 14.44 of the Listing Rules.

(3) 421,621,622 new ordinary shares may be issued pursuant to the Yue Yuen Subscription Agreement dated13 January 2009.

Details of (2) and (3) are stipulated in the Company's announcement dated 14 January 2009 and the circular dated 4 February 2009.

Submitted by: Chu Chuan Lu, Luke

Associate Director

(Director, Secretary or other duly authorised officer)

Notes :

Title:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.