

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/12/2016</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Pou Sheng International (Holdings) Limited
Date Submitted	04/01/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares						
(1) Stock code : <u>3813</u> Description : <u>Ordinary Shares</u>						
	No. of ordinary shares	Par value ( <i>HK\$</i> )	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	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	: <u>N/A</u>		
		No.	of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding r	nonth			
Increase/(decrea	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	5,337,618,615	N/A	N/A	N/A
Increase/ (decrease) during the month	130,000	N/A	N/A	N/A
Balance at close of the month	5,337,748,615	N/A	N/A	N/A

### III. Details of Movements in Issued Share Capital

Particulars of share	Sume option	Schemes of the	100401)		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 mont
(dd/mm/yyyy) and -		Wie vement dur	ing the month		_	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
(adopted on						
14/5/2008						
and amended						
on 7/3/2012)	<u>م ۲۰۱</u>	20.000	NT'1	N T 1	20.000	10.047.000
Ordinary shares (Note 1)(See Remark	Nil	30,000	Nil	Nil	30,000	18,847,000
(Note 1)(See Remark (1))						
2.Share Option						
Scheme						
(adopted on						
14/5/2008						
and amended						
on 7/3/2012)						
Ordinary shares	Nil	100,000	Nil	Nil	100,000	23,664,000
(Note 1)(See Remark						
(2)) 2 S1 - O ti						
3.Share Option						
Scheme						
(adopted on						
14/5/2008 and amended						
on 7/3/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	375,000
(Note 1)(See Remark	1111	1111	111	1111		575,000
(3))						
4.Share Option						
Scheme						
(adopted on						
14/5/2008						
and amended						
on 7/3/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	11,663,190
(Note 1)(See Remark		1111	1111	1111	1111	11,005,170
(4))						
		To	otal A. (Ordin	ary shares)	130,000	
			(Prefere	nce shares)	N/A	
			· ·	Other class)		
Total funds raised dur	ing the month	from exercise o		,		
options (State currenc			HK\$171,6	00		

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 ( <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) <u>3.</u>	( / / )				
( / / ) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	( / / )				
( / / ) Stock code (if listed) Class of shares issuable (Note 1) 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 Sharas of the 1	squer 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 ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd(mm(uppr)))		·					
(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.	( ' ' )						
~ 1 (1011 1)							
Stock code (if listed)							
issuable (Note 1)							
Subscription price							
EGM approval date (if applicable)							
	( / / )						
4.							
Stock code (if listed)		· · ·					
Class of shares							
issuable ( <i>Note 1</i> )							
EGM approval date							
(if applicable)							
(dd/mm/yyyy)	( / / )		Fotal C (Ordin	nary shares) Nil			
				ence shares) N/A		-	
				Other class) $\overline{N/A}$		-	

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

#### Other Movements in Issued Share Capital

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
	of shares				
issuable (N					
1. Rights issue       At price : State currency       Issue and a date : (dd/n date :		( / /	)		
EGM appr (dd/mm/yy		( / /	)		
				Nil	<u>Nil</u>
Class c issuable (N	of shares				
2. Open offer At price : State Issue and a date : (dd/n date : (dd/n	allotment	( / /	)		
EGM appr (dd/mm/yy		( / /	)		
				Nil	<u>Nil</u>
Class c issuable (N	of shares Note 1)				
3. Placing At price : State Issue and a date : (dd/n		( / /	)		
EGM appr (dd/mm/yy		( / /	)		
				Nil	<u>Nil</u>
Class c issuable (A	of shares Note 1)				
4. Bonus issue Issue and a date : (dd/1		( / /	)		
EGM appr (dd/mm/yy		( / /	)	<b>NT'1</b>	\
				Nil	<u>Nil</u>

T	ype of Issue		Class of shares issuable (Note 1)	For Ma	<u>in Bo</u>	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 ———	Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /		Nil	Nil
6.	Repurchase of shares		Class of shares repurchased ( <i>Note 1</i> ) Cancellation date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy)	( / /	)	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	<u>Nil</u>
8.	Consideration	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	Nil

			For Mai	n Bo	ard and GEM li	sted issuers
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
		Cl l				
		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
					<u>INII</u>	<u>INII</u>
		Class of shares issuable ( <i>Note 1</i> )				
10. Consideration At pri shares	ce : State currency	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 At pri shares	ce : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date:	( / /	)		
		(dd/mm/yyyy)			Nil	Nil
		Class of shares				
12. Compensation At pri	ce : State	issuable ( <i>Note 1</i> ) Issue and allotment	( / /	)		
		date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)		,	Nil	Nil
		Total E. (O	ordinary sh	ares	Nil	
			ference sh (Other o	ares)	N/A	- - -

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	130,000
	(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
(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).

(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:
 Chong Yim Kuen

 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.