

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/01/2017</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Pou Sheng International (Holdings) Limited
Date Submitted	03/02/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>3813</u> Descrip	tion : Ordinary	Shares	
	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	Descript	tion :	N/A		
			-	oreference ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month				
Increase/(decrea	se)	-				
Balance at close	of the month	-				

3. Other Classes of Shares

Stock code : <u>N/A</u> D	escription : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mont	h		
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	5,337,748,615	N/A	N/A	N/A
Increase/ (decrease) during the month	200,000	N/A	N/A	N/A
Balance at close of the month	5,337,948,615	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Particulars of share	or non				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	ing 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						
(adopted on						
14/5/2008						
and amended						
on 7/3/2012)						
Ordinary shares	Nil	100,000	Nil	Nil	100,000	18,747,000
(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	23,564,000
(Note 1)(See Remark	1111	100,000		1111	100,000	25,504,000
(2))						
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						
(3)) A Shara Ontion						
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						· · ·
(4))		_			• • • • • • •	
		Te	otal A. (Ordin	-	200,000	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur	ing the month	n from exercise o				
options (State currenc			HK\$285,0	000		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of No nominal value pre	ominal value at close of eceding 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. N/A						
(/ /) 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)	(/ /)				
4.						
(/ /) Stock code (if listed) Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
		Total	(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	an which are to		For Main Board	and GEM liste	d issuers
Convertibles (i.e. Convertible in Convertible in Convertibles Convertibles Convertibles (i.e. Convertible in Convertible in Convertibles Convertibles Convertibles (i.e. Convertibles in Convertibles Convertibles Convertibles Convertibles Convertibles Convertibles (i.e. Convertibles in Convertibles Conver		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)	(/ /)					
(dd/mm/yyyy) 4.	(/ /)					
Stock code (if listed)						
issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(<u>-</u> ,,,,,,,,,,,	<u>, , , ,</u>		(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> Other class) N/A	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 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
3.		
(/ /) ordinary shares (Note 1)	Nil	Nil
Total D. (Ordinary shares) (Preference shares)	Nil N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital	Other 1	Movements	in	Issued	Share	Capital
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	Movements in Is	sued 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
	ghts issue		itate urrency –	 Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	Nil	Nil
2. Op	en offer		State urrency –	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil
3. Pla	acing	At price : S	itate urrency	 Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	 (/ / _) (/ / _)	Nil	Nil
4. Bo	nus issue			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>

			- 	For Ma	in Bo	ard and GEM lis No. of new	sted issuers No. of new
T	ype of Issue					shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
			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)	(/ /)		
			AGM approval date: (dd/mm/yyyy)	(/ /)	Nil	Nil
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption date : ((dd/mm/yyyy)	(/ /)		
			EGM approval date: ((dd/mm/yyyy)	(/ /)		
						Nil	<u>Nil</u>
			Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue	At price : State	Issue and allotment (date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: ((dd/mm/yyyy)	(/ /)		
						Nil	Nil

					For Main	in Board and GEM listed issuers		
Ту	pe 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 stress				
				Class of shares issuable (<i>Note 1</i>)		_		
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
	8					`		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(dd/mm/yyyy)			Nil	Nil
				Class of shares				
				issuable (<i>Note 1</i>)	· · · · · · · · · · · · · · · · · · ·			
10	Consideration	S	tate					
10.	shares	At price : State currency	- Issue and allotment date : (dd/mm/yyyy)	(/ /)			
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(dd/mm/yyyy)			Nil	Nil
				Class of shares		_		
				issuable (Note 1)				
11.	Profit		tate	— Issue and allotment	(/ /)		
	shares	ci	currency	date : (dd/mm/yyyy)				
					(/ /)		
				EGM approval date: (dd/mm/yyyy)	× ·	<i>,</i>	Nil	Nil
				Class of shares		_		
				issuable (Note 1)				
12.	Compensation shares	At price : $\frac{S}{C}$	State	Issue and allotment	(/ /)		
		- C1		date : (dd/mm/yyyy)				
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			Nil	Nil
					rdinary sh			
				(Preference shares) N/A (Other class) N/A				
					(Other c	lass)	IN/A	_

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	200,000				
	(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: Wu, Pan-Tsu

 Chairman and Executive Director

 (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.*