

## **Monthly Return of Equity Issuer on Movements in Securities**

| For the month ended (dd/mm    | n/yyyy):     | 31/05/2015                |                  |                                 |
|-------------------------------|--------------|---------------------------|------------------|---------------------------------|
| To: Hong Kong Exchanges an    | d Clearing I | Limited                   |                  |                                 |
| Name of Issuer                | K. Wah In    | ternational Holdi         | ngs Limited      |                                 |
| Date Submitted                | 02/06/2015   | 5                         |                  |                                 |
| I. Movements in Authorised S  | hare Capital |                           |                  |                                 |
| 1. Ordinary Shares            |              |                           |                  |                                 |
| (1) Stock code : <u>173</u>   | Description  | on: K. WAH                | INT'L            |                                 |
|                               |              | No. of ordinary<br>shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding | month _      | 5,000,000,000             | 0.10             | 500,000,000.00                  |
| Increase/(decrease)           |              | 0                         |                  | 0                               |
| Balance at close of the month | _            | 5,000,000,000             | 0.10             | 500,000,000.00                  |
| (2) Stock code : <u>N/A</u>   | Description  | on :                      |                  |                                 |
|                               |              | No. of ordinary shares    | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding | month _      |                           |                  |                                 |
| Increase/(decrease)           | _            |                           |                  |                                 |
| Balance at close of the month | _            |                           |                  |                                 |

| code:                         | N/A                                  | Descrip  |                                |                  |                         | -           |
|-------------------------------|--------------------------------------|----------|--------------------------------|------------------|-------------------------|-------------|
| Balance a<br>month            | t close of prec                      | eding    | No. of preference shares       | Par value (HK\$) | Authorised share (HK\$) | capita      |
| Increase/(                    | decrease)                            |          |                                | -                |                         |             |
|                               | . 1 . 6.1                            |          |                                |                  |                         |             |
| Balance a                     | t close of the f                     | nontn    |                                |                  |                         |             |
|                               | asses of Share                       |          | tion :                         |                  |                         |             |
| . Other Cl<br>Stock<br>code : | asses of Share                       | sDescrip | No. of other classes of shares | Par value (HK\$) |                         | -<br>capita |
| . Other Cl<br>Stock<br>code : | asses of Share  N/A  t close of prec | sDescrip | No. of other                   | Par value        | Authorised share        | -<br>capita |

## II. Movements in Issued Share Capital

|                                      | No. of ordina | ry shares | No of preference | No. of other classes |
|--------------------------------------|---------------|-----------|------------------|----------------------|
|                                      | (1)           | (2)       | shares           | of shares            |
| Balance at close of preceding month  | 2,787,154,270 | N/A       | N/A              | N/A                  |
| Increase/(decrease) during the month | 0             | N/A       | N/A              | N/A                  |
| Balance at close of the month        | 2,787,154,270 | N/A       | N/A              | N/A                  |

## III. Details of Movements in Issued Share Capital

| Particulars of share option scheme including EGM approval date | M             |                         |            |                           | of issuer issued during the month | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of |
|--|---------------|-------------------------|------------|---------------------------|-----------------------------------|--|
| (dd/mm/yyyy) and class of shares issuable                      | Granted       | ovement duri  Exercised | Cancelled  | Lapsed                    | - pursuant mereto                 | the month  |
| 1.Share Option   |               |                         |            | <u>-</u>                  |                                   |  |
| Scheme   |               |                         |            |                           |                                   |  |
| (30/05/2002)   |               |                         |            |                           |                                   |  |
| Ordinary shares  |               |                         |            |                           |                                   |  |
| 1.1 exercise price   |               |                         |            |                           |                                   |  |
| at HK\$4.636 per share   | 0             | 0                       | 0          | 0                         | 0                                 | 5,223,000  |
| 1.2 exercise price   |               |                         |            |                           |                                   |  |
| at HK\$3.882 per share   | 0             | 0                       | 0          | 0                         | 0                                 | 1,405,000  |
| (Note 1)   |               |                         |            |                           |                                   |  |
| 2. Share Option Scheme   |               |                         |            |                           |                                   |  |
| (20/06/2011)   |               |                         |            |                           |                                   |  |
| Ordinary Shares  |               |                         |            |                           |                                   |  |
| 2.1 exercise price   |               |                         |            |                           |                                   |  |
| at HK\$2.120 per share   | 0             | 0                       | 0          | 0                         | 0                                 | 9,234,000  |
| 2.2 exercise price   |               |                         |            |                           |                                   |  |
| at HK\$4.610 per share   | 0             | 0                       | 0          | 0                         | 0                                 | 15,248,000   |
| 2.3 exercise price   |               |                         |            |                           |                                   |  |
| at HK\$4.500 per share (Note 1)                                | 0             | 0                       | 0          | 0                         | 0                                 | 16,540,000   |
| 3.   |               |                         |            |                           |                                   |  |
|  |               |                         |            |                           |                                   |  |
| (Note 1)   |               |                         |            |                           |                                   |  |
|  |               | Total                   | A. (Ordina | ry shares)                | 0                                 |  |
|  |               |                         |            | ce shares)<br>ther class) |                                   |  |
| Total funds raised during the mon (HK\$)                       | th from exerc | ise of options          |            |                           | 0                                 |  |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy)  | Currency of<br>nominal<br>value | Nominal val<br>close of<br>preceding m | du | xercised<br>uring the<br>month | Nominal value<br>at close of the<br>month    | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|--|----|--------------------------------|--|--|--|
| 1. N/A   |                                 |  |    |                                |  |  |  |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2.      | ( / /                           | )                                      |    |                                |  |  |  |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.      | ( / /                           | )                                      |    |                                |  |  |  |
| 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) | ( / /                           |  |    | (Prefere                       | nary shares)<br>ence shares)<br>Other class) | N/A  | -  |

| Convertibles (i.e. Convertible in         | nto Shares of the I                  | Issuer which are to                | be Listed)                 |                                    |  |  |
|---|--------------------------------------|------------------------------------|----------------------------|------------------------------------|--|--|
| Class and description                     | Currency of<br>amount<br>outstanding | Amount at close of preceding month | Converted during the month | Amount at<br>close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
| 1. <b>N/A</b>                             |                                      |                                    |                            |                                    |  |  |
|   |                                      |                                    |                            |                                    |  |  |
| Stock code (if listed)<br>Class of shares |                                      |                                    |                            |                                    |  |  |
| issuable (Note 1)                         |                                      |                                    |                            |                                    |  |  |
| Subscription price EGM approval date      |                                      |                                    |                            |                                    |  |  |
| (if applicable)                           |                                      |                                    |                            |                                    |  |  |
| (dd/mm/yyyy))                             | ( / / )                              |                                    |                            |                                    |  |  |
| 2.  | <u></u>                              |                                    |                            |                                    |  |  |
|   |                                      |                                    |                            |                                    |  |  |
|   | <u> </u>                             |                                    |                            |                                    |  |  |
| Stock code (if listed)                    |                                      |                                    |                            |                                    |  |  |
| Class of shares                           |                                      |                                    |                            |                                    |  |  |
| issuable (Note 1)                         |                                      |                                    |                            |                                    |  |  |
| Subscription price EGM approval date      |                                      |                                    |                            |                                    |  |  |
| (if applicable)                           |                                      |                                    |                            |                                    |  |  |
| (dd/mm/yyyy)                              | ( / / )                              |                                    |                            |                                    |  |  |
| 3.  | <u></u>                              |                                    |                            |                                    |  |  |
|   |                                      |                                    |                            |                                    |  |  |
|   |                                      |                                    |                            |                                    |  |  |
| Stock code (if listed)                    |                                      |                                    |                            |                                    |  |  |
| Class of shares                           |                                      |                                    |                            |                                    |  |  |
| issuable (Note 1)                         |                                      |                                    |                            |                                    |  |  |
| Subscription price EGM approval date      |                                      |                                    |                            |                                    |  |  |
| (if applicable)                           |                                      |                                    |                            |                                    |  |  |
| (dd/mm/yyyy)                              | ( / / )                              |                                    |                            |                                    |  |  |
| 4.  | <u></u>                              |                                    |                            |                                    |  |  |
|   | <u></u>                              |                                    |                            |                                    |  |  |
|   | <u> </u>                             |                                    |                            |                                    |  |  |
| Stock code (if listed)                    |                                      |                                    |                            |                                    |  |  |
| Class of shares                           |                                      |                                    |                            |                                    |  |  |
| issuable (Note 1)                         |                                      |                                    |                            |                                    |  |  |
| Subscription price EGM approval date      |                                      |                                    |                            |                                    |  |  |
| (if applicable)                           |                                      |                                    |                            |                                    |  |  |
| (dd/mm/yyyy)                              | ( / / )                              |                                    |                            |                                    |  |  |
|   |                                      | ,                                  |                            | nary shares)<br>ence shares)       |  |  |
|   |                                      |                                    |                            | Other class)                       |  | -  |
|   |                                      |                                    |                            |                                    |  | <u> </u>   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| than under Share Option Schemes)  |  |   |
|---|--|---|
| Full particulars including EGM 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. <b>N/A</b>   |  |   |
|   |  |   |
|   |  |   |
|   |  |   |
| shares (Note 1)   | 1  |   |
|   |  |   |
| 2.  |  |   |
| 2   | 1  |   |
|   | 1  |   |
|   | 1  |   |
| shares (Note 1)   |  |   |
| Situres (Trote 1)   |  |   |
| 3.  |  |   |
| J   | 1  |   |
|   |  |   |
|   | 1  |   |
| shares (Note 1)   | -  |   |
| Shares (Note 1)   |  | -   |
| Total D. (Ordinary shares)  | 0  |   |
| (Preference shares)   | N/A  |   |
|   | N/A  |   |
| (Other class)   | IN/A   |   |
|   |  |   |

| Ot | her Movements in Iss | sued Shar  | e Capital      |   |       |   |   |   |  |
|----|----------------------|------------|----------------|---|-------|---|---|---|--|
|    | Type of Issue        |            |                |   |       | i | No. of new<br>shares of<br>ssuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |  |
|    | <i>y</i> ,           |            |                | Class of shares issuable (Note 1)           | N/A   |   |   |   |  |
| 1. | Rights issue         | At price : | State currency | <br>Issue and allotment date : (dd/mm/yyyy) | ( / / | ) |   |   |  |
|    |                      |            |                | EGM approval date: (dd/mm/yyyy)             | ( / / | ) |   |   |  |
|    |                      |            |                |   |       |   |   |   |  |
|    |                      |            |                | Class of shares issuable (Note 1)           | N/A   |   |   |   |  |
| 2. | Open offer           | At price : | State currency | Issue and allotment date : (dd/mm/yyyy)     | ( / / | ) |   |   |  |
|    |                      |            |                | EGM approval date: (dd/mm/yyyy)             | ( / / | ) |   |   |  |
|    |                      |            |                |   |       |   |   |   |  |
|    |                      |            |                | Class of shares issuable (Note 1)           | N/A   |   |   |   |  |
| 3. | Placing              | At price : | State currency | <br>Issue and allotment date : (dd/mm/yyyy) | ( / / | ) |   |   |  |
|    |                      |            |                | EGM approval date: (dd/mm/yyyy)             | ( / / | ) |   |   |  |
|    |                      |            |                |   |       |   |   |   |  |
|    |                      |            |                | Class of shares issuable (Note 1)           | N/A   |   |   |   |  |
| 4. | Bonus issue          |            |                | Issue and allotment date : (dd/mm/yyyy)     | ( / / | ) |   |   |  |
|    |                      |            |                | EGM approval date: (dd/mm/yyyy)             | ( / / | ) |   |   |  |
|    |                      |            |                |   |       |   |   |   |  |
| Щ_ |                      |            |                |   |       |   |   |   |  |

For Main Board and GEM listed issuers

|    | Type of Issue        |                          |   |   |   |     |   | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|----------------------|--------------------------|---|---|---|-----|---|--|---|
|    |                      |                          |   |   |   |     |   |  |   |
|    |                      |                          |   | Class of shares issuable (Note 1)       |   | N/A |   |  |   |
| 5. | Scrip dividend       | At State price: currence | у | Issue and allotment date : (dd/mm/yyyy) | ( | / / | ) |  |   |
|    |                      |                          |   | AGM approval date: (dd/mm/yyyy)         | ( | / / | ) |  |   |
|    |                      |                          |   |   |   |     |   |  |   |
|    |                      |                          |   | Class of shares repurchased (Note 1)    |   | N/A |   | -  |   |
| 6. | Repurchase of shares |                          |   | Cancellation date : (dd/mm/yyyy)        | ( | / / | ) |  |   |
|    |                      |                          |   | EGM approval date: (dd/mm/yyyy)         | ( | / / | ) |  |   |
|    |                      |                          |   |   |   |     |   |  |   |
|    |                      |                          |   | Class of shares redeemed (Note 1)       |   | N/A |   |  |   |
| 7. | Redemption of shares |                          |   | Redemption date : (dd/mm/yyyy)          | ( | / / | ) |  |   |
|    |                      |                          |   | EGM approval date: (dd/mm/yyyy)         | ( | / / | ) |  |   |
|    |                      |                          |   |   |   |     |   |  |   |
|    |                      |                          |   | Class of shares issuable (Note 1)       |   | N/A |   | -  |   |
| 8. | Consideration issue  | At State price: currence | у | Issue and allotment date : (dd/mm/yyyy) | ( | / / | ) |  |   |
|    |                      |                          |   | EGM approval date: (dd/mm/yyyy)         | ( | / / | ) |  |   |
|    |                      |                          |   |   |   |     |   | _  |   |

For Main Board and GEM listed issuers

N/A

N/A

N/A

(2)

|     | Type of Issue          |                              |   |   | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | shares of issuer which may be issued pursuant thereto as at close of the month |
|-----|------------------------|------------------------------|---|---|--|--|
|     |                        |                              | Class of shares issuable (Note 1)       | N/A   |  |  |
| 9.  | Capital reorganisation |                              | Issue and allotment date : (dd/mm/yyyy) | ( / / )   |  |  |
|     |                        |                              | EGM approval date: (dd/mm/yyyy)         | ( / / )   |  |  |
|     |                        |                              |   |   |  | <u> </u>   |
|     |                        |                              | Class of shares issuable (Note 1)       | N/A   |  |  |
| 10. | Other (Please specify) | At State price : currency    | Issue and allotment date : (dd/mm/yyyy) | ( / / )   |  |  |
|     |                        |                              | EGM approval date: (dd/mm/yyyy)         | ( / / )   |  |  |
|     |                        |                              |   | Ordinary share<br>eference share<br>(Other clas | s) <b>N/A</b>  | -  |
| Т   | otal increase /(decre  | ase) in ordinary shares duri | ng the month (i.e. Total of A to E):    | (1)   |  | 0  |

Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

| Remarks (if any):   |
|---|
| <del>-</del>  |
|   |
|   |
|   |
|   |
|   |
|   |
|   |
|   |
| Submitted by: Lee Wai Kwan, Cecilia   |
| 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.