

**Form of Share Buyback Report to The Stock Exchange
of Hong Kong Limited (“the Exchange”)**

Form G

To: The Head of the Listing Division
The Listing Division
The Stock Exchange of Hong Kong Limited

28 Oct 2008

Dear Sir,

Name of Company: STARLIGHT INTERNATIONAL HOLDINGS LIMITED (Stock Code:485)
(Incorporated in Bermuda with Limited Liability)

Description of Securities: Ordinary Shares

A. Purchase Report

We hereby report the following purchases by our company of the above securities.

<u>Trading Day/Date</u>	<u>Number of Securities Purchased</u>	<u>Method of Purchase*</u>	<u>Price per Share or Highest Price Paid \$</u>	<u>Lowest Price Paid \$</u>	<u>Total Paid \$</u>
28 Oct 2008	650,000	On the Exchange	0.10	0.10	65,000.00
Total	<u>650,000</u>				<u>65,000.00</u>

* Either on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.

B. Additional Information for company's whose primary listing is on the Exchange

1. Number of such securities purchased on the Exchange
in the year to date (since ordinary resolution) (a) 5,290,000

2. % of issued share capital at time ordinary resolution
passed acquired on the Exchange since date of resolution

(_____ (a) x 100 _____)

790,378,828

0.6693%

We hereby confirm that the purchases set out in A above which were made on the Exchange were made in accordance with the listing rules of the Exchange entitled "Rules Governing the Listing of Securities" and that there have been no material changes to the particulars contained in the Explanatory Statement dated 31 July 2008 which has been filed with the Exchange. We also confirm that any purchases set out in A above which were made on another stock exchange were made in accordance with the domestic rules applying to purchases made on that other exchange.

Yours faithfully,

Signed _____

Name: LAU Sak Hong, Philip

Director

for and on behalf of

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with Limited Liability)