

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy):	31/10/2009					
To: Hong Kong Exchanges and Clearing	ng Limited					
Name of Issuer Starlight International Holdings Limited						
Date Submitted 02 / 13	1 / 2009					
I. Movements in Authorised Share Cap	ital					
1. Ordinary Shares						
(1) Stock code : 485 Descri	ption: Ordinary	shares				
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital (HK\$)			
Balance at close of preceding month	1,250,000,000	\$0.40	\$500,000,000			
Increase/(decrease)	Nil	Nil	Nil			
Balance at close of the month	1,250,000,000	\$0.40	\$500,000,000			
(2) Stock code :Descri	ption:					
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	N/A	***************************************				
Increase/(decrease)						
Balance at close of the month						

Stock code :Descri	iption:		**************************************
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month		Additional and the second section of the section of the second section of the second section of the second section of the section of the second section of the sec	
3. Other Classes of Shares		46-4-14-4	
Stock code :Descri	ription:		•
		Par value	Authorised share
	No. of other classes of shares	(State currency)	capital (State currency)
Balance at close of preceding month		(State	capital
Balance at close of preceding month Increase/(decrease)	classes of shares	(State	capital

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	785,088,828	N/A	N/A	N/A	
Increase/ (decrease) during the month	0	N/A	N/A	N/A	
Balance at close of the month	785,088,828	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 EGM					the month pursuant	issued pursuant thereto
approval date		Movement during the month			thereto	as at close of the month
(dd/mm/yyyy) and -					•	
class of shares	0 . 1		G 11 1			
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option						
scheme						
adopted on						
12/09/2002						
Ordinary						
shares						
Exercise price:						
HK\$0.814	Nil	Nil	Nil	Nil	Nil	500,000
HK\$0.89	Nil	Nil	Nil	Nil	Nil	12,000,000
HK\$1.45	Nil	Nil	Nil	Nil	Nil	2,000,000
HK\$1.66	Nil	Nil	Nil	Nil	Nil	220,000
HK\$1.72	Nil	Nil	Nil	Nil	Nil	40,000
HK\$1.93	Nil	Nil	Nil	Nil	Nil	3,000,000
(Note 1)						
(2.000 1)						
2. Share option						
scheme						
adopted on						
15/01/2008						
Ordinary						
shares						
Exercise price:						
	Nil	Nil	Nil	Nil	Nil	150,000
HK\$1.042						150,000
HK\$0.96	Nil	Nil	Nil	Nil	Nil	346,000
HK\$0.40	Nil	Nil	Nil	Nil	Nil	500,000
(Note 1)		***************************************				

3. N/A					
J. 14/A					
(/ /)					
shares					
(Note 1)	Total A. (Ordin	any charec)	N/A		
		nce shares)	N/A		
		ther class)	N/A		
Total funds raised during the mon	th from exercise of				
options (State currency)					
TV					
Warrants to Issue Shares of the Is	suer which are to be Listed			No. of new	No. of new
				shares of	shares of
				issuer issued during the	issuer which may be issued
				month	pursuant
	Currency of Nominal value at	Exercised	Nominal value	pursuant thereto	thereto as at close of the
Description of warrants	nominal close of	during the	at close of the		month
(Date of expiry - dd/mm/yyyy) 1. N/A	value preceding month	month	month		
	-				
(/ /) Stock code (if listed)					
Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy) 2. N/A	(/ /)				
2. 11/11					
		***************************************			-
(/ /) 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 (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)				

4.						
N/A						
(/ /) Stock code (if listed)						
Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
		Total		ary shares) nce shares)	N/A N/A	-
				ther class)	N/A	-
			1 7 1			
Convertibles (i.e. Convertible i	nto Shares of the Is	ssuer which are to	be Listed)		No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued pursuant
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	pursuant thereto	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))	(/ /)					
2. 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 (Note 1) Subscription price		AAA				

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month EGM approval date (if applicable) (dd/mm/yyyy) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (//)(dd/mm/yyyy) Total C. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) No. of new shares of No. of new shares of issuer issued during issuer which may be the month pursuant issued pursuant thereto thereto as at close of the month Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: shares (Note 1) N/A shares (Note 1) _____ N/A

shares (Note 1)

(Ordinary shares) (Preference shares) (Other class)

Total D.

<u>O</u>	ther Movements in I	ssued 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
			Class of shares issuable				
			(Note 1)				
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(N/A	***************************************

			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)	(/ /)		
			(dd/filli/yyyy)			N/A	
			Class of shares issuable (Note 1)	***************************************			
3.	Placing	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	
			Class of shares issuable (Note 1)	***************************************			
4.	Bonus issue		Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(N/A	

			H	For Main	Boar	d and GEM lis	ted issuers
White is a final district or in the anti-time is a final district of the final district o	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 (Note 1)				
5.	Scrip dividend A	t price : State currency ———	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	27/4	
						N/A	
			Class of shares issuable (Note 1)				
8.	Consideration issue A	t price : State currency ———	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	4-04-04-04-04-04-04-04-04-04-04-04-04-04
1							

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be month issued pursuant pursuant thereto thereto as at close of the Type of Issue month Class of shares issuable (Note 1) 9. Capital (/ / Issue and allotment reorganisation date: (dd/mm/yyyy) (//)EGM approval date: (dd/mm/yyyy) N/A Class of shares issuable (Note 1) 10. Other At price : State currency (/ / Issue and allotment (Please specify) date: (dd/mm/yyyy) (/ / EGM approval date: (dd/mm/yyyy) N/A Total E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A NIL Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) N/A (2) N/A 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").)

N/A

For	Main	Roard	and	GEM	listed	issuers
FOU	IVIAIII	DOME	and	CIENT	HSLCU	18800018

Remarks (if any):
Submitted by: Lo Tai On
Title: Secretary
(Director, Secretary or other duly authorised officer)
Notes:
1. State the class of shares (e.g. ordinary, preference or other).

If there is insufficient space, please append the prescribed continuation sheet.

2.