

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31 / 08 / 2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Starlight International Holdings Limited	
Date Submitted	02 / 09 / 2013	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>485</u> Descrip	otion : Ordinary	shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	5,000,000,000	\$0.10	\$500,000,000
Increase/(decrease):			
		-	
Balance at close of the month	5,000,000,000	\$0.10	\$500,000,000
(2) Stock code :Descrip	otion :		
	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			

2. Preference Shares

Stock code :Descr	ription :				
	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					

3. Other Classes of Shares

Stock code :Description :					
	No. of other classes of 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					

Total authorised share capital at the end of the month (*State* **HK\$500,000,000 :**

II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,627,816,290	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	1,627,816,290	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	1		,		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 dur	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						
15/01/2008						
Ordinary						
shares						
Exercise price:						
HK\$0.2228	Nil	Nil	Nil	Nil	Nil	701,580
HK\$0.2053	Nil	Nil	Nil	Nil	Nil	858,311
HK\$0.188	Nil	Nil	Nil	Nil	Nil	12,300,000
HK\$0.105	Nil	Nil	Nil	Nil	Nil	4,000,000
HK\$0.100	Nil	Nil	Nil	Nil	Nil	12,850,000
HK\$0.114	Nil	Nil	Nil	Nil	Nil	21,600,000
HK\$0.123	Nil	Nil	Nil	Nil	Nil	2,000,000
HK\$0.132	Nil	Nil	Nil	Nil	Nil	1,600,000
(Note 1)						
2. Share option						
scheme						
adopted on						
Ordinary						
shares						
Exercise price:						
(Note 1)						
(10001)						

3. N/A			
(/ /)			
shares (Note 1)			
	Total A. (Ordinary shares)	0	
	(Preference shares)	N/A	_
	(Other class)	N/A	_
Total funds raised during the month from exercise	· · · ·		_
options (State currency)			

Warrants to Issue Shares of the Is	suer which are t	to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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
1.	-					
(/ /) 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.						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				

			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
		Nominal value at	Exercised	Nominal value	thereto	close of the
Description of warrants	nominal	close of	during the	at close of the		month
(Date of expiry - dd/mm/yyyy)	value	preceding month	month	month		
4						
4. N/A						
N/A						
(/ /)						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
		Total		nary shares)	0	_
			(Prefer	ence shares)	N/A	_
			((Other class)	N/A	
1						

Con	vertibles (i.e. Convertible	into Shares of the l	ssuer which are to	be Listed)			
Clas	s and description	Currency of amount outstanding	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.	Convertible Notes	HKD	\$36,300,000	N/A	\$36,300,000	N/A	349,038,461
	Stock code (if listed)						
	Class of shares						
	issuable (Note 1)						
	Subscription price	\$0.104					
	EGM approval date (if applicable)						
	(dd/mm/yyyy))	(15/06/2012)				
2.	N/A		<u> </u>				
	Stock code (if listed)						
	Class of shares						
	issuable (Note 1)						
	Subscription price						
	EGM approval date (if applicable)						
	(dd/mm/yyyy)	(/ /)					
3.	N/A						

]	For Main Board and GEM listed issuers		
	Currency of	Amount at close	Converted	Amount at	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
Class and description	amount outstanding	of preceding month	during the month	close of the month		month
	outstanding	montii	montin	montin		
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>4. 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)	(/ /)					
			Total C. (Ordin	nary shares)	N/A N/A	-
			•	Other class)	N/A 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)

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
1N/A	-	
shares (Note 1)		
2. N/A		
	-	
shares (Note 1)		
3N/A	-	
shares (Note 1)		
Total D. (Ordinary shares)	-	
(Preference shares)		
(Other class)		

Oth	ier Movements ir	Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant
	Type of Issue					thereto	thereto as at close of the month
			Class of shares issuable (<i>Note 1</i>)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)			N/A	
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
						10/1	
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
						1N/A	
<u> </u>							

	Type of Issue		E	For Main Boar	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
5.	Scrip dividend	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)	(/ /) (/ /)	N/A	
6.	Repurchase of shares		Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy)	<u>Ordinary</u> <u>Shares</u>	N/A	
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
8.	Consideration issue	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)	(/ /) (/ /)	N/A	

				For Main Boar	d and GEM lis	ted 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
9.	Capital		Class of shares issuable (<i>Note 1</i>) Issue and allotment	;		
	reorganisation		date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
10	Other	At mino State	Class of shares issuable (Note 1)			
10.	(Please specify)	At price : currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	``````````````````````````````````````	N/A	
				Ordinary share reference share (Other clas	s) N/A	_

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0	
	(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)	:
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Submit	nitted by: Lo Tai On				
Title:	: <u>Secretary</u>				
	(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.