

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/01/2010 | |
|------------------------------------|------------|--|
|------------------------------------|------------|--|

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | K. Wah International Holdings Limited |
|----------------|---------------------------------------|
| Date Submitted | 03/02/2010 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|-------------------------------------|---------------------------|------------------------------|---------------------------------------|
| (1) Stock code : <u>173</u> Descrip | ption : <u>K. WAH</u> | INT'L | |
| | No. of ordinary shares | Par value (<i>HK\$</i>) | 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> Descrip | ption : | | |
| | 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 | | | |

2. Preference Shares

| Stock code : <u>N/A</u> Descrip | otion : | | | |
|-------------------------------------|--------------------------------|---------------------|--|--|
| Balance at close of preceding month | No. of preference shares | Par value (HK\$) | Authorised share capital (<i>HK\$</i>) | |
| Increase/(decrease) | | | | |
| Balance at close of the month | | | | |
| 3. Other Classes of Shares Stock | | | | |
| code : <u>N/A</u> Descrip | ption : | | | |
| Balance at close of preceding | No. of other classes of shares | Par value (HK\$) | Authorised share capital (<i>HK\$</i>) | |
| month | | | | |
| Increase/(decrease) | | - | | |
| Balance at close of the month | | | | |

Total authorised share capital at the end of the month (HK\$):

500,000,000.00

II. Movements in Issued Share Capital

| | No. of ordir | nary shares | No of preference | No. of other classes |
|---|---------------|-------------|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 2,470,383,196 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | 200,000 | N/A | N/A | <u>N/A</u> |
| Balance at close of the month | 2,470,583,196 | <u>N/A</u> | N/A | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of | М | ovement during the month | | | of issuer issued during the month | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | |
|---|----------------|--------------------------|------------|------------|-----------------------------------|---|--|
| shares issuable | Granted | Exercised | Cancelled | Lapsed | | the monut | |
| 1.Share Option | | | | | | | |
| Scheme | | | | | | | |
| (30/05/2002) | | | | | | | |
| Ordinary shares | | | | | | | |
| 1.1 exercise price | | | | | | | |
| at HK\$0.72 per share | 0 | 0 | 0 | 0 | 0 | 150,000 | |
| 1.2 exercise price | | | | | | | |
| at HK\$1.906 per share | 0 | 200,000 | 0 | 0 | 0 | 5,635,000 | |
| 1.3 exercise price | | | | | | | |
| at HK\$4.636 per share | 0 | 0 | 0 | 0 | 0 | 11,841,000 | |
| 1.4 exercise price | | | | | | | |
| at HK\$3.882 per share | 0 | 0 | 0 | 0 | 0 | 4,169,000 | |
| 1.5 exercise price | | | | | | | |
| at HK\$0.938 per share | 0 | 0 | 0 | 0 | 0 | 0 | |
| (Note 1) 2. N/A | | | | | | | |
| (Note 1) | | | | | | | |
| 3. | | | | | | | |
| (Note 1) | | | | | | | |
| | | Total | A. (Ordina | | | | |
| | | | | ce shares) | N/A | | |
| | | | (Ot | her class) | N/A | | |
| Total funds raised during the mon (HK\$) | th from exerci | ise of options | | | <u>381,200</u> | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value 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 |
|--|---|----------------------------------|---|--|--|
| <u>1. N/A</u> | - | | | | |
| | - | | | | |
| (/ /) 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 (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | | | | | |
| <u>3.</u> | - | | | | |
| (/ /) 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) | (/ /) | | | <u>_</u> | |
| | Tota | (Prefere | nary shares) | 0 N/A | - |
| | | (| Other class) | N/A | - |

| For Main Board and GEM listed issuer |
|--------------------------------------|
|--------------------------------------|

| Convertibles (i.e. Convertible i | nto Shares of the l | Issuer which are to | b be Listed) | | | |
|----------------------------------|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| Class 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. N/A | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (/ /) | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| 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 | | | | | | |
| (if applicable) | | | | | | |
| | (/ /) | | | | | |
| 4. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | Total C (Ordin | nary shares) | 0 | 1 |
| | | | (Prefere | ence shares) | N/A | |
| | | | (| Other class) | N/A | |
| | | | ``` | · | | - |

| that under Share Option Schemes) | | N. 6 1 6 |
|---|----------------------|--------------------------|
| | No. of new shares of | No. of new shares of |
| | issuer issued during | issuer which may be |
| | the month pursuant | issued pursuant thereto |
| Eull northaulans in aludin a ECM annuaul data (dd/aun/aunu) | thereto | as at close of the month |
| Full particulars including EGM approval date (dd/mm/yyyy), | | as at close of the month |
| if applicable, and class of shares issuable: | | |
| 1. N/A | | |
| | | |
| | | |
| | 1 | |
| shares (Note 1) | • | |
| shares (Note 1) | | |
| | | |
| 2 | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| | | |
| 3 | | |
| | | |
| | | |
| | 1 | |
| shares (Note 1) | | |
| | | |
| | | |
| Total D. (Ordinary shares) | 0 | |
| (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)

| | Type of Issue | issued 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 |
|----|---------------|----------------------|--|-------|--|---|
| | | | Class of shares issuable (<i>Note 1</i>) | N/A | | |
| 1. | Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | Class of shares issuable | N/A | | |
| 2. | Open offer | At price : State | (<i>Note 1</i>) Issue and allotment date : | (/ / |) | |
| 2. | open oner | currency — | (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | | | | <u> </u> |
| | | | Class of shares issuable (<i>Note 1</i>) | N/A | | |
| 3. | Placing | At price : State | 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) | (/ / |) | |
| | | | | | | |

| | Type of Issue | For | <u>Main Boa</u> | rd a | nd GEM listed No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|----|--|--|-----------------|------|---|----------------------|
| | | | | | | |
| | | Class of shares issuable (Note 1) | N/A | | | |
| 5. | Scrip dividend At price : State currency | Issue and allotment date : - (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | |
| | | Class of shares repurchased | N/A | | | |
| 6. | Repurchase of shares | (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | |
| | | Class of shares redeemed (<i>Note 1</i>) | N/A | | | |
| 7. | Redemption of shares | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | |
| | | Class of shares issuable (<i>Note 1</i>) | N/A | | | |
| 8. | Consideration issue At price : State currency | - Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | |

| | | | For Main Board and GEM listed 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 |
| | | | Class of shares issuable (Note 1) | N/A | | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | | | | |
| | | | Class of shares issuable (Note 1) | N/A | | |
| 10. | Other (Please specify) | At price : State currency | — Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | Total E. (0 | Ordinary sh | ares) 0 | |
| | Total E. (Ordinary shares) 0 (Preference shares) N/A | | | | | |
| | | | · | (Other c | | |
| L | | | | | | |

| 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):

Submitted by: Lee Wai Kwan, Cecilia

 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.