



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/08/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Topsearch International (Holdings) Limited

Date Submitted 3 September 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

|  |                             |  |  |
|--|-----------------------------|--|--|
| (1) Stock code : <u>02323</u> Description : <u>TOPSEARCH INT'L</u> |                             |  |  |
|  | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                                | <u>2,000,000,000</u>        | <u>HK\$0.10</u>                            | <u>HK\$200,000,000.00</u>                                |
| Increase/(decrease)  | <u>0</u>                    |  | <u>0</u>   |
| Balance at close of the month                                      | <u>2,000,000,000</u>        | <u>HK\$0.10</u>                            | <u>HK\$200,000,000.00</u>                                |
| (2) Stock code : <u>--</u> Description : <u>--</u>                 |                             |  |  |
|  | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                                | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |
| Increase/(decrease)  | <u>                    </u> |  | <u>                    </u>                              |
| Balance at close of the month                                      | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |

## 2. Preference Shares

|                                     |                          |  |   |
|-------------------------------------|--------------------------|--|---|
| Stock code :    - -                 | Description :    - -     |  |   |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                    | _____                                  | _____   |
| Increase/(decrease)                 | _____                    |  | _____   |
| Balance at close of the month       | _____                    | _____                                  | _____   |

## 3. Other Classes of Shares

|                                     |                                |  |   |
|-------------------------------------|--------------------------------|--|---|
| Stock code :    - -                 | Description :    - -           |  |   |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                          | _____                                  | _____   |
| Increase/(decrease)                 | _____                          |  | _____   |
| Balance at close of the month       | _____                          | _____                                  | _____   |

Total authorised share capital at the end of the month (*State currency*) :

**HK\$200,000,000.00**

II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |     | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
|                                       | (1)                    | (2) |                         |                                |
| Balance at close of preceding month   | <b>906,600,000</b>     | --  | --                      | --                             |
| Increase/ (decrease) during the month | <b>93,400,000</b>      | --  | --                      | --                             |
| Balance at close of the month         | <b>1,000,000,000</b>   | --  | --                      | --                             |

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 shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|--------|--|---|
|  | Granted                   | Exercised | Cancelled                  | Lapsed |  |   |
| 1.<br>_____<br>_____<br>_____<br>( / / )<br>shares   | _____                     | _____     | _____                      | _____  | _____  | _____   |
| (Note 1)   |                           |           |                            |        |  |   |
| 2.<br>_____<br>_____<br>_____<br>( / / )<br>shares   | _____                     | _____     | _____                      | _____  | _____  | _____   |
| (Note 1)   |                           |           |                            |        |  |   |
| 3.<br>_____<br>_____<br>_____<br>( / / )<br>shares   | _____                     | _____     | _____                      | _____  | _____  | _____   |
| (Note 1)   |                           |           |                            |        |  |   |
|  |                           |           | Total A. (Ordinary shares) | _____  |  |   |
|  |                           |           | (Preference shares)        | _____  |  |   |
|  |                           |           | (Other class)              | _____  |  |   |
| Total funds raised during the month from exercise of options (State currency)                            | _____                     |           |                            |        |  |   |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during 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.<br>_____<br>_____  | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| 2.<br>_____<br>_____  | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| 3.<br>_____<br>_____  | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| 4.<br>_____<br>_____  | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                        | _____   | _____                            | _____                                     | _____  | _____  |
| Total B. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____  |                              |   |                                  |   | _____  | _____  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to 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.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| 2.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| 3.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| 4.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
|  |                                |                                    |                            | Total C. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |  |   |

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 |
|---|--|---|
| 1. _____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                                    | _____  | _____   |
| 2. _____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                                    | _____  | _____   |
| 3. _____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                                    | _____  | _____   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      | _____<br>_____<br>_____  | _____<br>_____<br>_____   |

## Other Movements in Issued 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 |
|---------------|--------------|---------------------------------|---|--|---|
| 1.            | Rights issue | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 4.            | Bonus issue  |                                 | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |

| 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 |
|-------------------------|---------------------------|--|--|---|
| 5. Scrip dividend       | At price : State currency | _____<br>Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |
| 6. Repurchase of shares |                           | _____<br>Class of shares repurchased (Note 1)<br>Cancellation date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)     | ( / / )  | ( / / )   |
| 7. Redemption of shares |                           | _____<br>Class of shares redeemed (Note 1)<br>Redemption date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)          | ( / / )  | ( / / )   |
| 8. Consideration issue  | At price : State currency | _____<br>Class of shares issuable (Note 1)<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |



For Main Board and GEM listed issuers

|                               |   |                |  | 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 |
|-------------------------------|---|----------------|--|--|---|
| Type of Issue                 |   |                |  |  |   |
| 9. Capital reorganisation     | Class of shares issuable _____<br>(Note 1)      |                |  |  |   |
|                               | Issue and allotment date : (dd/mm/yyyy) ( / / ) |                |  |  |   |
|                               | EGM approval date: (dd/mm/yyyy) ( / / )         |                |  |  |   |
| 10. Other Subscription Shares | At price : State currency                       | HK\$<br>0.1023 | Class of shares issuable <u>Ordinary</u><br>(Note 1) |  |   |
|                               |   |                | Issue and allotment date : (dd/mm/yyyy) (08/08/2012) |  |   |
|                               |   |                | AGM approval date: (dd/mm/yyyy) (01/06/2012)         |  |   |
| Total E. (Ordinary shares)    |   |                |  | <u>93,400,000</u>  |   |
| (Preference shares)           |   |                |  | <u>--</u>  |   |
| (Other class)                 |   |                |  | <u>--</u>  |   |

|   |     |                   |
|---|-----|-------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):         | (1) | <u>93,400,000</u> |
|   | (2) | <u>--</u>         |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):       |     | <u>--</u>         |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): |     | <u>--</u>         |

(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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Submitted by:           Tricor Tengis Limited          

Title:           Branch Share Registrar            
(Director, Secretary or other duly authorised officer)

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*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.*