

## Monthly Return of Equity Issuer on Movements in Securities

 For the month ended (dd/mm/yyyy):
 30/09/2014

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | K. Wah International Holdings Limited |
|----------------|---------------------------------------|
| Date Submitted | 06/10/2014                            |

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<br>(HK\$)          | Authorised share<br>capital<br>(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<br>( <i>HK\$</i> ) | Authorised share<br>capital<br>(HK\$) |
| Balance at close of preceding month |                        |                              |                                       |
| Increase/(decrease)                 |                        |                              | <u> </u>                              |
| Balance at close of the month       |                        |                              |                                       |

## 2. Preference Shares

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

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

500,000,000.00

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## II. Movements in Issued Share Capital

|   | No. of ordina | ry shares | No of preference | No. of other classes |
|---|---------------|-----------|------------------|----------------------|
|   | (1)           | (2)       | shares           | of shares            |
| Balance at close of preceding month                 | 2,758,468,082 | N/A       | N/A              | <u>N/A</u>           |
| Increase/ <del>(decrease)</del><br>during the month | 339,000       | N/A       | N/A              | N/A                  |
| Balance at close of the month                       | 2,758,807,082 | N/A       | 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<br>scheme<br>including EGM approval date<br>(dd/mm/yyyy) and class of | M               | ovement duri   | ng the month |                           | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto |           |
|---|-----------------|----------------|--------------|---------------------------|---|-----------|
| shares issuable   | Granted         | Exercised      | Cancelled    | Lapsed                    |   |           |
| 1.Share Option  |                 |                |              |                           |   |           |
| Scheme  |                 |                |              |                           |   |           |
| (30/05/2002)  |                 |                |              |                           |   |           |
| Ordinary shares   |                 |                |              |                           |   |           |
| 1.1 exercise price  |                 |                |              |                           |   |           |
| at HK\$4.636 per share  | 0               | 39,000         | 0            | 0                         | 39,000  | 5,243,00  |
| 1.2 exercise price  |                 |                |              |                           |   |           |
| at HK\$3.882 per share  | 0               | 300,000        | 0            | 0                         | 300,000   | 1,445,00  |
| (Note 1)  |                 |                |              |                           |   |           |
| 2. Share Option Scheme  |                 |                |              |                           |   |           |
| (20/06/2011)  |                 |                |              |                           |   |           |
| Ordinary Shares   |                 |                |              |                           |   |           |
| 2.1 exercise price  |                 |                |              |                           |   |           |
| at HK\$2.120 per share  | 0               | 0              | 0            | 0                         | 0   | 9,234,00  |
| 2.2 exercise price  |                 |                |              |                           |   |           |
| at HK\$4.610 per share  | 0               | 0              | 0            | 0                         | 0   | 15,248,00 |
| 2.3 exercise price<br>at HK\$4.500 per share  | 16,540,000      | 0              | 0            | 0                         | 0   | 16,540,00 |
| (Note 1)  | ,               |                |              |                           |   |           |
| 3.  |                 |                |              |                           |   |           |
|   |                 |                |              |                           |   |           |
| (Note 1)  |                 |                |              |                           |   |           |
|   |                 | Total          | A. (Ordina   | •                         |   |           |
|   |                 |                |              | ce shares)<br>ther class) | <u>N/A</u><br>N/A   |           |
| Cotal funds raised during the mor<br>HK\$)  | nth from exerci | ise of options |              | 1,345                     | ,404.00   |           |

#### For Main Board and GEM listed issuers

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of<br>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 |
|---|---------------------------------|---|----------------------------------|---|--|--|
| <u>1. N/A</u>   | -                               |   |                                  |   |  |  |
| ( / / )<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)<br>2. | ( / /                           | )   |                                  |   |  |  |
| ( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3.   | ( / /                           | )   |                                  |   |  |  |
| ( / / )   |                                 |   |                                  |   |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )   |                                 |   |                                  |   |  |  |
| Subscription price  |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>4.  | ( / /                           | )   |                                  |   |  |  |
| · · · · · · · · · · · · · · · · · · ·   |                                 |   |                                  |   |  | <u>-</u>   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date  |                                 |   |                                  |   |  |  |
| (if applicable)   |                                 |   |                                  |   |  |  |
| (dd/mm/yyyy)  | ( / /                           | )<br>Tota                                       | 1B. (Ordi                        | nary shares)                              | 0  |  |
|   |                                 |   | (Prefer                          | ence shares)                              | N/A  | -<br>-   |
|   |                                 |   | (                                | (Other class)                             | N/A  | -  |

| For Main 1 | Board | and | GEM | listed | issuers |
|------------|-------|-----|-----|--------|---------|
|------------|-------|-----|-----|--------|---------|

| Convertibles (i.e. Convertible i          | nto Shares of the I                  | ssuer which are to                       | be Listed)                       |                                    |  |  |
|---|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| Class and description                     | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>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. N/A                                    |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                    |                                      |  |                                  |                                    |  |  |
| issuable ( <i>Note 1</i> )                |                                      |  |                                  |                                    |  |  |
| Subscription price                        |                                      |  |                                  |                                    |  |  |
| EGM approval date                         |                                      |  |                                  |                                    |  |  |
| (if applicable)                           |                                      |  |                                  |                                    |  |  |
| (dd/mm/yyyy))                             | ( / / )                              |  |                                  |                                    |  |  |
| 2.  |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares |                                      |  |                                  |                                    |  |  |
| issuable ( <i>Note 1</i> )                |                                      |  |                                  |                                    |  |  |
| Subscription price                        |                                      |  |                                  |                                    |  |  |
| EGM approval date                         |                                      |  |                                  |                                    |  |  |
| (if applicable)                           |                                      |  |                                  |                                    |  |  |
| (dd/mm/yyyy)                              | ( / / )                              |  |                                  |                                    |  |  |
| 3.  |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
| Stock and (if listed)                     |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares |                                      |  |                                  |                                    |  |  |
| issuable (Note 1)                         |                                      |  |                                  |                                    |  |  |
| Subscription price                        |                                      |  |                                  |                                    |  |  |
| EGM approval date                         |                                      |  |                                  |                                    |  |  |
| (if applicable)                           |                                      |  |                                  |                                    |  |  |
|   | ( / / )                              |  |                                  |                                    |  |  |
| 4.  |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
|   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                    |                                      |  |                                  |                                    |  |  |
| Class of shares                           |                                      |  |                                  |                                    |  |  |
| issuable (Note 1)                         |                                      |  |                                  |                                    |  |  |
| Subscription price                        |                                      |  |                                  |                                    |  |  |
| EGM approval date                         |                                      |  |                                  |                                    |  |  |
| (if applicable)                           |                                      |  |                                  |                                    |  |  |
| (dd/mm/yyyy)                              | ( / / )                              |  | Total C. (Ordin                  | ary charge)                        | 0  |  |
|   |                                      |  | (Prefere                         | ence shares)                       | N/A  |  |
|   |                                      |  | ()                               | Other class)                       |  |  |
|   |                                      |  | (                                |                                    |  | _  |

| Full particulars including EGM approval date (dd/mm/yyyy),<br>if applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|--|---|--|
| 1. <u>N/A</u>  |   |  |
| 2  |   |  |
| 3  |   |  |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)   | 0<br>N/A<br>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<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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|---------------|------------------|--|-------|--|---|
|    | Type of Issue |               |                  | Class of shares issuable                   | N/A   |  | monui   |
|    |               |               |                  | (Note 1)                                   |       |  |   |
| 1. | Rights issue  | At<br>price : | State currency — | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | )  |   |
|    |               |               |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | )  |   |
|    |               |               |                  |  |       |  |   |
| L  |               |               |                  | Class of shares issuable ( <i>Note 1</i> ) | N/A   |  |   |
| 2. | Open offer    | At<br>price : | State            | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | )  |   |
|    |               |               |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | )  |   |
|    |               |               |                  |  |       |  |   |
|    |               |               |                  | Class of shares issuable ( <i>Note 1</i> ) | N/A   |  |   |
| 3. | Placing       | At<br>price : | State            | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | )  |   |
|    |               |               |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | )  |   |
|    |               |               |                  |  |       |  |   |
| ļ  |               |               |                  | Class of shares issuable ( <i>Note 1</i> ) | N/A   |  |   |
| 4. | Bonus issue   |               |                  | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | )  |   |
|    |               |               |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | )  |   |
|    |               |               |                  |  |       |  |   |

| Class of shares issuable $NA$<br>(Note 1)<br>5. Scrip dividend At State<br>price: currency (dd/mm/yyy)<br>AGM approval date: (// )<br>(dd/mm/yyy)<br>6. Repurchase of<br>shares (Class of shares repurchased $NA$<br>(Note 1)<br>6. Repurchase of<br>shares (Class of shares repurchased $NA$<br>(Note 1)<br>6. Repurchase of<br>Shares (Class of shares repurchased $NA$<br>(Note 1)<br>6. Repurchase of<br>Class of shares reducemed $NA$<br>(More 1)<br>7. Redemption of<br>Shares (Class of shares redeemed $NA$<br>(Note 1)<br>7. Redemption date: (// )<br>(dd/mm/yyyy)<br>EGM approval date: (// )<br>(dd/mm/yyyy)   |    | Type of Issue       |  |                                   | For N  | <u>1ain Boa</u> | rd a | nd GEM listed<br>No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new shares of |
|--|----|---------------------|--|-----------------------------------|--------|-----------------|------|---|----------------------|
| (Note 1)         5. Scrip dividend       At State price : currency         Issue and allotment date :       ( / / )         (dd/mm/yyyy)         AGM approval date:       ( / / )         (dd/mm/yyyy)         6. Repurchase of shares       Class of shares repurchased (NA (Note 1))         6. Repurchase of shares       Cancellation date :       ( / / )         (dd/mm/yyyy)       EGM approval date:       ( / / )         (dd/mm/yyyy)       EGM approval date:       ( / / )         7. Redemption of shares       Class of shares redeemed (NA (Note 1))       NA (d/mm/yyyy)         7. Redemption of shares       Class of shares redeemed (NA (Note 1))       NA (d/mm/yyyy)         8. Consideration issue At price :       State price :       Class of shares issuable (/ / )         8. Consideration issue At price :       State price :       Lsue and allotment date :       ( /  )         8. Consideration issue At price :       Currency       EGM approval date:       ( /  )       )         8. Consideration issue At price :       State price :       Class of shares issuable (/ / )       NA (/ )         EGM approval date:       ( /  )       )       EGM approval date:       ( /  ) |    |                     |  |                                   |        |                 |      |   |                      |
| 5. Serip dividend       price : currency       (dd/mm/yyyy)         AGM approval date: $(///)$ (dd/mm/yyyy)       (///)         6. Repurchase of shares       Class of shares repurchased (M/A)         (dd/mm/yyyy)       EGM approval date: $(///)$ (dd/mm/yyyy)       EGM approval date: $(///)$ 7. Redemption of shares       Redemption date : $(///)$ (dd/mm/yyyy)       EGM approval date: $(///)$ 7. Redemption of shares       Redemption date : $(///)$ (dd/mm/yyyy)       EGM approval date: $(///)$ 8. Consideration issue       At price :       State price :       Issue and allotment date : $(///)$ 8. Consideration issue       At price :       State price :       Issue and allotment date : $(///)$ EGM approval date: $(///)$ EGM approval date: $(///)$ 8. Consideration issue       At price :       State price :       Issue and allotment date : $(///)$ EGM approval date: $(///)$ Issue and allotment date : $(///)$   |    |                     |  |                                   | suable | N/A             |      |   |                      |
| (dd/mm/yyyy)         6. Repurchase of shares         Class of shares repurchased (N/A)         (Note 1)         Cancellation date :         (1/)         (dd/mm/yyyy)         EGM approval date:         (NA         (Note 1)         8. Consideration issue         At price:         State         price:       currency         Issue and allotment date :       (1/)         (GM approval date:       (1/)         (EGM approval date:       (1/)   | 5. | Scrip dividend      |  |                                   | te :   | ( / /           | )    |   |                      |
| (Note 1)       (Note 1)         6. Repurchase of shares       Cancellation date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)         7. Redemption of shares         Redemption date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / )   |    |                     |  |                                   |        | ( / /           | )    |   |                      |
| (Note 1)       (Note 1)         6. Repurchase of shares       Cancellation date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)         7. Redemption of shares         Redemption date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / )   |    |                     |  |                                   |        |                 |      |   |                      |
| shares $(dd/mm/yyyy)$ EGM approval date: $(//)$ $(dd/mm/yyyy)$   |    |                     |  |                                   | hased  | N/A             |      |   |                      |
| Image: Class of shares redeemed (dd/mm/yyyy)       N/A         Redemption of shares       Redemption date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / ) (dd/mm/yyyy)         8. Consideration issue At price : currency         At price : currency         Issue and allotment date : ( / / ) (dd/mm/yyyy)         EGM approval date: ( / / )   | 6. |                     |  |                                   |        | ( / /           | )    |   |                      |
| 7. Redemption of shares       Redemption date : $(//)$ 7. Redemption of shares       Redemption date : $(//)$ (dd/mm/yyyy)       EGM approval date: $(//)$ EGM approval date: $(//)$ (dd/mm/yyyy)         8. Consideration issue       At State price : currency         Issue and allotment date : $(//)$ (//)         EGM approval date: $(//)$ EGM approval date : $(//)$   |    |                     |  |                                   |        | ( / /           | )    |   |                      |
| 7. Redemption of shares       Redemption date : $(//)$ 7. Redemption of shares       Redemption date : $(//)$ (dd/mm/yyyy)       EGM approval date: $(//)$ EGM approval date: $(//)$ (dd/mm/yyyy)         8. Consideration issue       At State price : currency         Issue and allotment date : $(//)$ (//)         EGM approval date: $(//)$ EGM approval date : $(//)$   |    |                     |  |                                   |        |                 |      |   |                      |
| shares $(dd/mm/yyyy)$<br>EGM approval date: $(//)$<br>(dd/mm/yyyy)<br>EGM approval date: $(//)$<br>(dd/mm/yyyy)<br>8. Consideration issue $At$ State<br>price : currency Issue and allotment date : $(//)$<br>(dd/mm/yyyy)<br>EGM approval date: $(//)$  |    |                     |  |                                   | eemed  | N/A             |      |   |                      |
| Bown approviduation:         (dd/mm/yyyy)         Class of shares issuable         N/A         (Note 1)         8. Consideration issue         At       State         price :       currency         Issue and allotment date :       ( / / )         (dd/mm/yyyy)         EGM approval date:       ( / / )  | 7. |                     |  | Redemption date :<br>(dd/mm/yyyy) |        | ( / /           | )    |   |                      |
| 8. Consideration issue At State Issue and allotment date : ( / / )<br>price : currency (dd/mm/yyyy)<br>EGM approval date: ( / / )  |    |                     |  |                                   |        | ( / /           | )    |   |                      |
| 8. Consideration issue At State Issue and allotment date : ( / / )<br>price : currency (dd/mm/yyyy)<br>EGM approval date: ( / / )  |    |                     |  |                                   |        |                 |      |   |                      |
| 8. Consideration issue price : currency (dd/mm/yyyy)<br>EGM approval date: ( / / )   |    |                     |  |                                   | suable | N/A             |      |   |                      |
| Loni upprovar dato.  | 8. | Consideration issue |  |                                   | te :   | ( / /           | )    |   |                      |
|  |    |                     |  |                                   |        | ( / /           | )    |   |                      |
|  |    |                     |  |                                   |        |                 |      |   |                      |

|     |                           |                   |                 | For  | · Mai | <u>n Boa</u>                | rd ar | nd GEM listed  | issuers   |
|-----|---------------------------|-------------------|-----------------|--|-------|-----------------------------|-------|--|---|
|     | Type of Issue             |                   |                 |  |       |                             |       | 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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|     |                           |                   |                 | Class of shares issuable ( <i>Note 1</i> ) |       | N/A                         |       |  |   |
| 9.  | Capital reorganisation    |                   |                 | Issue and allotment date : (dd/mm/yyyy)    | (     | / /                         | )     |  |   |
|     |                           |                   |                 | EGM approval date:<br>(dd/mm/yyyy)         | (     | / /                         | )     |  |   |
|     |                           |                   |                 |  |       |                             |       |  |   |
|     |                           |                   |                 | Class of shares issuable ( <i>Note 1</i> ) |       | N/A                         |       |  |   |
| 10. | Other<br>(Please specify) | At S<br>price : c | tate<br>urrency | Issue and allotment date :<br>(dd/mm/yyyy) | (     | / /                         | )     |  |   |
|     |                           |                   |                 | EGM approval date:<br>(dd/mm/yyyy)         | (     | / /                         | )     |  |   |
|     |                           |                   |                 | Total E. (Pr                               | efere | nary sl<br>ence sl<br>Other | hares | ) N/A  | -   |

| Total increase /(decrease) in ordinary shares during the month (i.e. Total of A to E):                           | (1) | 339,000 |
|--|-----|---------|
|  | (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.