

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy):		28/2/2011		
To: Hong Kong Exchanges and	Clearing I	Limited		
Name of Issuer	Sam Woo	Holdings Limited		
Date Submitted	2 March	2011		
I. Movements in Authorised Sha	re Capital			
1. Ordinary Shares				
(1) Stock code : <u>02322</u>	Description	on:	Sam	Woo
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding me	onth _	10,000,000,000	HK\$0.01	HK\$100,000,000.00
Increase/(decrease)	_	Nil		Nil
Balance at close of the month	_	10,000,000,000	HK\$0.01	HK\$100,000,000.00
(2) Stock code :	Descripti	on: <u></u>		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mo	onth _			
Increase/(decrease)	_			
Balance at close of the month	_			

28/2/2011

2. Preference Shares			
Stock code :Descrip	ption: <u></u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code : Descrip	ption : <u></u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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\$100,000,000.00**

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	3,020,000,000				
Increase/ (decrease) during the month	Nil			<u></u>	
Balance at close of the month	3,020,000,000				

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

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 duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -			U		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Exercise Price						
HK\$						
Meeting approved						
(/ /)						
Ordinary shares						
(Note 1)						
2.Exercise Price						
HK\$						
Meeting approved						
Ordinary shares						
(Note 1)						-
3.Exercise Price						
HK\$						
Meeting approved						
(/ /)						
Ordinary shares						
(Note 1)						-
(1.0001)		Та	otal A. (Ordin	ary shares)		
		-				
				Other class)		
Total funds raised dur		n from exercise o	•			
options (State currence						

Warrants to Issue Shares of the Iss	uer which are	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	$\overline{}$					
issuable (Note 1)						
Subscription price	•					
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ ,	/)				
3.						
(/ /)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
EGM approval date (if applicable)			·			
	(/ ,	/)				
4.						
(/ /)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
EGM approval date (if applicable)						
	(/ ,	/)				
		Total	B. (Ordi	nary shares)		
		1000	(Prefere	ence shares)		
			(Other class)		_ \

Class and description	Currency of amount	Amount at close of preceding	Converted during the	Amount at close of the	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 and description	outstanding	month	month	month		
4.	_					
	_					
	_					
Stock code (if listed)		 -				
Class of shares						
issuable (<i>Note 1</i>) 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		$\overline{}$				
(if applicable)						
(dd/mm/yyyy)	(/ /)	\				
3.	<u> </u>					
	_					
	_	`				
Stock code (if listed)			$\overline{}$			
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date				_		
(if applicable)						
	(/ /)					
4.	<u> </u>					
	<u> </u>					
	_					
Stock code (if listed)					$\overline{}$	
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)					·	
(dd/mm/yyyy)	(/ /)					
			Total C. (Ordin	nary shares)		_ \
			(Prefere	ence shares)		
			(0	Other class)		-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

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

Oth	ner Movements in Issu	ued 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
N.	Rights issue						
			Class of shares issuable (Note 1)				
		At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						_	
			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)	(/ /)		
						-	<u></u>
			Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyxy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)		_\		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (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 thereto as at close of the month Type of Issue Scrip dividend Class of shares issuable (*Note 1*) (/ / At price : State currency -Issue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares repurchased (Note 1) (/ /) Repurchase of Cancellation date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares redeemed (Note 1) Redemption of (/ / Redemption date: shares (dd/mm/yyyy) (/ / EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ / 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 No. of new No. of new shares of shares of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Capital reorganisation Class of shares issuable (*Note 1*) (/ /) Issue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) At price : State 10. Other (/ / Issue and allotment (Please specify) currency date: (dd/mm/yyyy) (/ / EGM approval date: (dd/mm/yyyy) Total E. (Ordinary shares) (Preference shares) (Other class)

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	
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 Is	ssued Sho	are Capital").)

Remarks (if any):		
Submitted by:	Chan Sun Kwong	
Title:	Company Secretary	<u></u>
(Director, S	ecretary 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.