



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sam Woo Holdings Limited

Date Submitted 5 January 2010

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | |
|-------------------------------------|-----------------------|------------------------|----------------------------------|---|
| (1) Stock code : | <u>02322</u> | Description : | <u>Sam Woo</u> | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$100,000,000.00</u> | |
| Increase/(decrease) | <u>Nil</u> | <u>Nil</u> | | |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$0.01</u> | <u>HK\$100,000,000.00</u> | |
| (2) Stock code : | <u>--</u> | Description : | <u>--</u> | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u> | <u></u> | <u></u> | <u></u> |
| Increase/(decrease) | <u></u> | <u></u> | <u></u> | <u></u> |
| Balance at close of the month | <u></u> | <u></u> | <u></u> | <u></u> |

2. Preference Shares

| | | | |
|-------------------------------------|-----------------------------|--|--|
| Stock code : - - | Description : - - | | |
| | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<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 (<i>State currency</i>) | Authorised share capital (<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\$100,000,000.00**

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 | <u>3,020,000,000</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| Increase/ (decrease) during the month | <u>Nil</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| Balance at close of the month | <u>3,020,000,000</u> | <u>--</u> | <u>--</u> | <u>--</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 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 | | |
| <u>1.Exercise Price</u> <u>HK\$</u> | | | | | | |
| <u>Meeting approved</u> <u>(/ /)</u> | | | | | | |
| <u>Ordinary shares</u> <i>(Note 1)</i> | <u>--</u> | <u>--</u> | <u>--</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| <u>2.Exercise Price</u> <u>HK\$</u> | | | | | | |
| <u>Meeting approved</u> <u>(/ /)</u> | | | | | | |
| <u>Ordinary shares</u> <i>(Note 1)</i> | | | | | | |
| <u>3.Exercise Price</u> <u>HK\$</u> | | | | | | |
| <u>Meeting approved</u> <u>(/ /)</u> | | | | | | |
| <u>Ordinary shares</u> <i>(Note 1)</i> | | | | | | |
| | | | <u>Total A. (Ordinary shares)</u> | | <u>--</u> | |
| | | | <u>(Preference shares)</u> | | <u>--</u> | |
| | | | <u>(Other class)</u> | | <u>--</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | <u>--</u> | | |

Warrants to Issue Shares of the Issuer 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 (<i>Note 1</i>) _____ 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) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) 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) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| Total B. (Ordinary shares) _____ (Preference shares) _____ (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. _____ _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| 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 (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| 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) | _____ | _____ | _____ | _____ | _____ | _____ |
| Total C. (Ordinary shares) _____ (Preference shares) _____ (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. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| 2. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| 3. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| _____ Total D. (Ordinary shares) _____ (Preference shares) _____ (Other class) | | |

Other Movements in 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 |
|-----------------|------------|----------------------|--|--|---|
| Type of Issue | | | | | |
| 1. Rights issue | At price : | State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ _____ |
| 2. Open offer | At price : | State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ _____ |
| 3. Placing | At price : | State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ _____ |
| 4. Bonus issue | | | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) 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 _____ | _____ Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 6. Repurchase of shares | | Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 7. Redemption of shares | | Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 8. Consideration issue | At price : State currency _____ | Class of shares issuable (Note 1) _____ 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 |
|----------------------------|--|--|---|
| 9. Capital reorganisation | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 10. Other (Please specify) | 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) (/ /) | _____ | _____ |
| | | 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): | | -- |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

Submitted by: Chan Sun Kwong

Title: 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.*