



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

For the month ended (dd/mm/yyyy) : 31/12/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer K. Wah International Holdings Limited

Date Submitted 05/01/2017

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 00173 Description : K. WAH INT'L

|                                     | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | <u>5,000,000,000</u>      | <u>0.10</u>         | <u>500,000,000.00</u>                 |
| Increase/(decrease)                 | <u>0</u>                  |                     | <u>0</u>                              |
| Balance at close of the month       | <u>5,000,000,000</u>      | <u>0.10</u>         | <u>500,000,000.00</u>                 |

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | _____                     | _____               | _____                                 |
| Increase/(decrease)                 | _____                     |                     | _____                                 |
| Balance at close of the month       | _____                     | _____               | _____                                 |

## 2. Preference Shares

|                                     |            |                          |                  |                                 |
|-------------------------------------|------------|--------------------------|------------------|---------------------------------|
| Stock code :                        | <u>N/A</u> | Description :            | _____            |                                 |
|                                     |            | No. of preference shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month |            | _____                    | _____            | _____                           |
| Increase/(decrease)                 |            | _____                    |                  | _____                           |
| Balance at close of the month       |            | _____                    | _____            | _____                           |

## 3. Other Classes of Shares

|                                     |            |                                |                  |                                 |
|-------------------------------------|------------|--------------------------------|------------------|---------------------------------|
| Stock code :                        | <u>N/A</u> | Description :                  | _____            |                                 |
|                                     |            | No. of other classes of shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding 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 ordinary shares |            | No of preference shares | No. of other classes of shares |
|--------------------------------------|------------------------|------------|-------------------------|--------------------------------|
|                                      | (1)                    | (2)        |                         |                                |
| Balance at close of preceding month  | <u>2,956,748,603</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/(decrease) during the month | <u>0</u>               | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month        | <u>2,956,748,603</u>   | <u>N/A</u> | <u>N/A</u>              | <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 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        |  |   |
| <b>1. Share Option Scheme</b>  |                           |           |                            |               |  |   |
| <b>(30/05/2002)</b>  |                           |           |                            |               |  |   |
| <b>Ordinary shares</b>   |                           |           |                            |               |  |   |
| <b>1.1 exercise price at HK\$4.636 per share</b>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>      | <u>0</u>   | <u>5,159,000</u>  |
| <b>1.2 exercise price at HK\$3.882 per share</b>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>      | <u>0</u>   | <u>1,355,000</u>  |
| <i>(Note 1)</i>  |                           |           |                            |               |  |   |
| <b>2. Share Option Scheme</b>  |                           |           |                            |               |  |   |
| <b>(20/06/2011)</b>  |                           |           |                            |               |  |   |
| <b>Ordinary Shares</b>   |                           |           |                            |               |  |   |
| <b>2.1 exercise price at HK\$2.120 per share</b>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>      | <u>0</u>   | <u>8,934,000</u>  |
| <b>2.2 exercise price at HK\$4.610 per share</b>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>      | <u>0</u>   | <u>14,248,000</u>   |
| <b>2.3 exercise price at HK\$4.500 per share</b>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>      | <u>0</u>   | <u>15,230,000</u>   |
| <b>2.4 exercise price at HK\$2.796 per share</b>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>50,000</u> | <u>0</u>   | <u>16,084,000</u>   |
| <i>(Note 1)</i>  |                           |           |                            |               |  |   |
| <b>3.</b>  |                           |           |                            |               |  |   |
| <i>(Note 1)</i>  |                           |           |                            |               |  |   |
|  |                           |           | Total A. (Ordinary shares) |               | <u>0</u>   |   |
|  |                           |           | (Preference shares)        |               | <u>N/A</u>   |   |
|  |                           |           | (Other class)              |               | <u>N/A</u>   |   |
| Total funds raised during the month from exercise of options (HK\$)                                      |                           |           |                            |               | <u>0</u>   |   |

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 |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. <u>N/A</u>  |                                 |   |                                  |   |  |  |
| ( / / )<br>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) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 2. _____   |                                 |   |                                  |   |  |  |
| ( / / )<br>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) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 3. _____   |                                 |   |                                  |   |  |  |
| ( / / )<br>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) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 4. _____   |                                 |   |                                  |   |  |  |
| ( / / )<br>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) _____ ( / / ) |                                 |   |                                  |   |  |  |
| Total B.   |                                 |   |                                  |   | (Ordinary shares) _____  | <b>0</b>   |
|  |                                 |   |                                  |   | (Preference shares) _____  | <b>N/A</b>   |
|  |                                 |   |                                  |   | (Other class) _____  | <b>N/A</b>   |

## 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. <b>N/A</b>                                  |                                |                                    |                            |                              |  |   |
| 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)                     |                                |                                    |                            |                              | <b>0</b>   |   |
| (Preference shares)                            |                                |                                    |                            |                              | <b>N/A</b>   |   |
| (Other class)                                  |                                |                                    |                            |                              | <b>N/A</b>   |   |

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. <b>N/A</b><br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )  |  |   |
| 2.<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 3.<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| Total D. (Ordinary shares)  | <b>0</b>   |   |
| (Preference shares)   | <b>N/A</b>   |   |
| (Other class)   | <b>N/A</b>   |   |

## 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 <u>N/A</u><br><i>(Note 1)</i><br>Issue and allotment date : ( / / )<br>EGM approval date: ( / / ) | _____   | _____ |
| 2.            | Open offer   | At price : | State currency _____ | Class of shares issuable <u>N/A</u><br><i>(Note 1)</i><br>Issue and allotment date : ( / / )<br>EGM approval date: ( / / ) | _____   | _____ |
| 3.            | Placing      | At price : | State currency _____ | Class of shares issuable <u>N/A</u><br><i>(Note 1)</i><br>Issue and allotment date : ( / / )<br>EGM approval date: ( / / ) | _____   | _____ |
| 4.            | Bonus issue  |            |                      | Class of shares issuable <u>N/A</u><br><i>(Note 1)</i><br>Issue and allotment date : ( / / )<br>EGM approval date: ( / / ) | _____   | _____ |

|               |                      |            |                      | 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 |                      |            |                      |  |   |       |
| 5.            | Scrip dividend       | At price : | State currency _____ | Class of shares issuable<br><i>(Note 1)</i> <u>      N/A      </u><br><br>Issue and allotment date : ( / / )<br>(dd/mm/yyyy)<br><br>AGM approval date: ( / / )<br>(dd/mm/yyyy) | _____   | _____ |
| 6.            | Repurchase of shares |            |                      | Class of shares repurchased <u>      N/A      </u><br><i>(Note 1)</i><br><br>Cancellation date : ( / / )<br>(dd/mm/yyyy)<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy)     | _____   | _____ |
| 7.            | Redemption of shares |            |                      | Class of shares redeemed <u>      N/A      </u><br><i>(Note 1)</i><br><br>Redemption date : ( / / )<br>(dd/mm/yyyy)<br><br>EGM approval date: ( / / )<br>(dd/mm/yyyy)          | _____   | _____ |
| 8.            | Consideration issue  | At price : | State currency _____ | Class of shares issuable <u>      N/A      </u><br><i>(Note 1)</i><br><br>Issue and allotment date : ( / / )<br>(dd/mm/yyyy)<br><br>EGM approval date: ( / / )<br>(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  | <p>Class of shares issuable <u>N/A</u><br/>(Note 1)</p> <p>Issue and allotment date : ( / / )<br/>(dd/mm/yyyy)</p> <p>EGM approval date: ( / / )<br/>(dd/mm/yyyy)</p>  |  |   |
| 10. Other (Please specify) | <p>At price : State currency _____</p> <p>Class of shares issuable <u>N/A</u><br/>(Note 1)</p> <p>Issue and allotment date : ( / / )<br/>(dd/mm/yyyy)</p> <p>EGM approval date: ( / / )<br/>(dd/mm/yyyy)</p> |  |   |
|                            |  | Total E. (Ordinary shares)   | <u>0</u>  |
|                            |  | (Preference shares)  | <u>N/A</u>  |
|                            |  | (Other class)  | <u>N/A</u>  |

|   |     |            |
|---|-----|------------|
| Total increase /(decrease) in ordinary shares during the month (i.e. Total of A to E):                                  | (1) | <u>0</u>   |
|   | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |            |

Remarks (if any):

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Submitted by: **Lee Wai Kwan, Cecilia**

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.*