

## Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/10/2013 |
|------------------------------------|------------|
|                                    |            |

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | UDL Holdings Limited |
|----------------|----------------------|
| Date Submitted | 04/11/2013           |

## I. Movements in Authorised Share Capital

| 1. Ordinary Shares                  |                        |                                  |   |  |
|-------------------------------------|------------------------|----------------------------------|---|--|
| (1) Stock code : <u>620</u> Descri  | ption :                | UDL Ho                           | ldings  |  |
|                                     | No. of ordinary shares | Par value<br>(HK\$)              | Authorised share<br>capital<br>(HK\$)           |  |
| Balance at close of preceding month | 480,000,000            | 0.50                             | 240,000,000.00                                  |  |
| Increase/(decrease)                 | Nil                    |                                  | Nil   |  |
| Balance at close of the month       | 480,000,000            | 0.50                             | 240,000,000.00                                  |  |
| (2) Stock code : <u>N/A</u> Descri  | ption :                | tion : N/A                       |   |  |
|                                     | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |  |
| Balance at close of preceding month |                        |                                  |   |  |
| Increase/(decrease)                 |                        |                                  |   |  |
| Balance at close of the month       |                        |                                  |   |  |

# 2. Preference Shares

| Stock code : <u>N/A</u> Descrip |             | Description :         | otion : |                                  | A   |
|---------------------------------|-------------|-----------------------|---------|----------------------------------|---|
|                                 |             | No. of pression share |         | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of             | preceding 1 | nonth                 |         |                                  |   |
| Increase/(decrease)             |             |                       |         |                                  |   |
|                                 |             |                       |         |                                  |   |
| Balance at close of             | the month   |                       |         |                                  |   |

#### 3. Other Classes of Shares

| Stock code :        | N/A           | _Description :                 | N/A                              | A   |
|---------------------|---------------|--------------------------------|----------------------------------|---|
|                     |               | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of | f preceding r | nonth                          |                                  |   |
| Increase/(decrease  | 2)            |                                | -                                |   |
| Balance at close of | f the month   |                                |                                  |   |

Total authorised share capital at the end of the month (*HK\$*): 240,000,000.00

# II. Movements in Issued Share Capital

|  | No. of ordin | ary shares | No of preference | No. of other classes |  |  |
|--|--------------|------------|------------------|----------------------|--|--|
|  | (1)          | (2)        | shares           | of shares            |  |  |
| Balance at close of preceding month      | 275,115,408  | N/A        | N/A              | N/A                  |  |  |
| Increase/ (decrease)<br>during the month | N/A          | N/A        | N/A              | N/A                  |  |  |
| Balance at close of the month            | 275,115,408  | N/A        | N/A              | N/A                  |  |  |

#### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| including AGM approval date                     |               | Movement durir   | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at |     |                       |
|---|---------------|------------------|---|--|-----|-----------------------|
| (dd/mm/yyyy) and<br>class of shares<br>issuable | Granted       | Exercised        | Cancelled   | Lapsed   |     | close of the<br>month |
| 1.Share Option                                  |               |                  |   |  |     |                       |
| Scheme -  |               |                  |   |  |     |                       |
| Exercise Price of                               |               |                  |   |  |     |                       |
| HK\$2.02  |               |                  |   |  |     |                       |
| (31/12/2002)                                    |               |                  |   |  |     |                       |
| Ordinary shares                                 | N/A           | N/A              | N/A   | N/A  | N/A | 396,000               |
| (Note 1)  |               |                  |   |  |     |                       |
| 2. Share Option                                 |               |                  |   |  |     |                       |
| Scheme  |               |                  |   |  |     |                       |
| Exercise Price of<br>HK\$0.62                   |               |                  |   |  |     |                       |
|   | N/A           | N/A              | N/A   | N/A  | N/A | 5 760 000             |
| (06/12/2012)<br>Ordinary shares                 | 1N/A          | N/A              | IN/A  | 1N/A   | N/A | 5,760,000             |
| (Note 1)  |               |                  |   |  |     |                       |
| (10010-1)                                       |               |                  |   |  |     |                       |
| 3.  |               |                  |   |  |     |                       |
|   |               |                  |   |  |     |                       |
|   |               |                  |   |  |     |                       |
|   |               |                  |   |  |     |                       |
| ( / / )   |               |                  |   |  |     |                       |
| shares  |               |                  |   |  |     |                       |
| (Note 1)  |               |                  |   |  |     |                       |
|   |               | Tot              | tal A. (Ordin   | ary shares)  | N/A |                       |
|   |               |                  | (Prefere  | nce shares)  | N/A |                       |
|   |               |                  | (0  | Other class)   | N/A |                       |
| Total funds raised dur options (HK\$)           | ing the month | from exercise of | 2   | N/A  |     |                       |

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

|  |            |  | For Main Board and GEM listed issuers          |                                    |  |  |  |  |
|--|------------|--|--|------------------------------------|--|--|--|--|
| Convertibles (i.e. Convertible in Convertible in Class and description   |            | Amount at close<br>of preceding<br>month | be Listed)<br>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)<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>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.  | ( / /)<br> |  |  |                                    |  |  |  |  |
| Stock and (if listed)  |            |  |  |                                    |  |  |  |  |
| 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>4.  | ( / / )    |  |  |                                    |  |  |  |  |
|  |            |  |  |                                    |  |  |  |  |
| 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)        |            | ·  | Fotol C (Ordi                                  |                                    |  |  |  |  |
|  |            |  | Fotal C. (Ordin<br>Prefere                     | ence shares)                       | N/A<br>N/A   | <u>.</u>   |  |  |
|  |            |  |  | Other class)                       | N/A<br>N/A   |  |  |  |
|  |            |  |  |                                    |  |  |  |  |

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares<br>of issuer issued<br>during the month<br>pursuant 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>   |   |  |
|   |   |  |
|   |   |  |
|   |   |  |
|   |   |  |
| shares (Note 1)   |   |  |
| 2.  |   |  |
|   |   |  |
|   |   |  |
| shares (Note 1)   |   |  |
| 3.  |   |  |
| 3   |   |  |
|   |   |  |
|   |   |  |
|   |   |  |
| Total D. (Ordinary shares)  | N/A   |  |
| (Preference shares)<br>(Other class)  | N/A<br>N/A  |  |
| (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)

Other Movements in Issued Share Capital

|    |               | ssued Share Capital |  |       |   | No. of new shares<br>of issuer issued<br>during the month<br>pursuant 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                   |       |   |   |   |
|    |               |                     | (Note 1)                                   |       |   |   |   |
| 1. | Rights issue  | At price : State    | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A   | N/A   |
|    |               |                     |  |       |   |   |   |
|    |               |                     | Class of shares issuable (Note 1)          |       |   |   |   |
| 2. | Open offer    | At price : State    | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N7/A  | NT/ A   |
|    |               |                     |  |       |   | <u>N/A</u>  | N/A   |
|    |               |                     | Class of shares issuable ( <i>Note 1</i> ) |       |   |   |   |
| 3. | Placing       | At price : State    | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |   |
|    |               |                     |  |       |   | N/A   | N/A   |
|    |               |                     | Class of shares issuable ( <i>Note 1</i> ) |       |   |   |   |
| 4. | Bonus issue   |                     | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A   | N/A   |
|    |               |                     |  |       |   |   |   |

For Main Board and GEM listed issuers

|    | Type of Issue                                    |   |     |     |   | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new shares of |
|----|--|---|-----|-----|---|---|----------------------|
|    |  |   |     |     |   |   |                      |
|    |  | Class of shares issuable ( <i>Note 1</i> )    |     |     |   |   |                      |
| 5. | Scrip dividend At price : State<br>currency      | Issue and allotment date :<br>(dd/mm/yyyy)    | ( / | / / | ) |   |                      |
|    |  | EGM approval date:<br>(dd/mm/yyyy)            | ( / | / / | ) | N/A   | N/A                  |
|    |  | Class of shares repurchased ( <i>Note 1</i> ) |     |     |   |   |                      |
| 6. | Repurchase of shares                             | Cancellation date :<br>(dd/mm/yyyy)           | ( / | / / | ) |   |                      |
|    |  | EGM approval date:<br>(dd/mm/yyyy)            | ( / | / / | ) | N/A   | N/A                  |
|    |  | Class of shares redeemed (Note 1)             |     |     |   |   |                      |
| 7. | Redemption of shares                             | Redemption date :<br>(dd/mm/yyyy)             | ( / | / / | ) |   |                      |
|    |  | EGM approval date:<br>(dd/mm/yyyy)            | ( / | / / | ) | N/A   | N/A                  |
|    |  | Class of shares issuable (Note 1)             |     |     |   |   |                      |
| 8. | Consideration issue At price : State<br>currency | Issue and allotment date :<br>(dd/mm/yyyy)    | ( / | / / | ) |   |                      |
|    |  | EGM approval date:<br>(dd/mm/yyyy)            | ( / | / / | ) | N/A   | N/A                  |
|    |  |   |     |     |   |   |                      |

|     |                           |                              | For Main Board and  | ard and GEM listed issuers  |   |  |
|-----|---------------------------|------------------------------|---|---|---|--|
|     | Type of Issue             |                              |   | No. of new shares<br>of issuer issued<br>during the month<br>pursuant 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 |  |
| 9.  | Capital<br>reorganisation |                              | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A   | N/A   |  |
| 10. | Other<br>(Please specify) | At price : State<br>currency | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | N/A   | N/A   |  |
|     |                           |                              | Total E. (Ordinary share:<br>(Preference share:<br>(Other class)  | s) N/A  |   |  |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | N/A |  |  |
|--|-----|-----|--|--|
|  | (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: Yuen Wing Yan Winnie                     |
|--|
|  |
|  |
| Title: <u>Company Secretary</u>                        |
| (Director, Secretary or other duly authorised officer) |
| (Director, Secretary of other dury 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.