

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :31/03/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Soundwill Holdings Limited
Date Submitted	1 April 2011

I. Movements in Authorised Share Capital

(1) Stock code : <u>878</u> Descr	iption : Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	5,000,000,000	0.10	500,000,000
Increase/(decrease)	NIL		NIL
Balance at close of the month	5,000,000,000	0.10	500,000,000
(2) Stock code : <u>N/A</u> Descr	iption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Balance at close of preceding month Increase/(decrease)			

2. Preference Shares

Stock code :	N/A	Descrip	tion :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of precedir	ng month			
Increase/(decreas	se)				
Balance at close	of the mon	th			

3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	otion :		
	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 (HK\$): **500,000,000**

II. Movements in Issued Share Capital

	No. of ord	No. of ordinary shares		No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	241,494,135				
Increase/ (decrease) during the month	90,000				
Balance at close of the month	241,584,135				

III. Details of Movements in Issued Share Capital

Share Options (under	er 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 dur	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and			0		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option						
Scheme						
adopted on						
(22/07/2002)						
Ordinary shares	0	90,000	0	60,000	90,000	20,440,000
(Note 1)	0	70,000	0	00,000	70,000	20,440,000
(10010-1)						
2						
2.						
(/ /)						
shares						
(Note 1)						
3.						
shares						
(Note 1)						
		Т	otal A. (Ordir			
				ence shares)		
			(0	Other class)	N/A	
Total funds raised d		from exercise of				
options (State current			HKD481,	,500.00		

For Main Board and GEM listed issuers

Description of warrants (Date of expiry - dd/mm/yyyy)	suer which are to be Listed (Not A Currency of Nominal value at nominal close of value preceding 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
<u>1.</u>					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)	· · ·				
Subscription price					
(if applicable)					
(dd/mm/yyyy) 2.	(/ /)				
(/ /)	· · ·				
Stock code (if listed)					
Class of shares issuable (Note 1)					
Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
3.					
(/ /)	· · ·				
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price					
EGM approval date (if applicable)					
	(/ /)				
4.					
					<u> </u>
(/ /) Stock code (if listed)					
Class of shares					
issuable (<i>Note 1</i>)					
Subscription price					
(if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	1 B. (Ordin	nary shares)		
		(Prefere	ence shares)		
		(Other class)		-

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Convertibles (i.e. Convertible ir	For Main Board and GEM listed issuers ertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) (Not Applicable)					
Class and description		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 (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)			(Prefere	nary shares) ence 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) (Not Applicable)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1		
2		
shares (Note 1)		
3		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Otl		Issued Share Capital (Not Applic	able)				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							month
			Class of shares issuable (<i>Note 1</i>)					
1.	Rights issue	At price : State	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	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)					
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			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)	(/ /)		

5. Scrip dividend At price : State currency Issue and allotment date : $(1 / 1)$ 5. Scrip dividend At price : State currency Issue and allotment date : $(1 / 1)$ 6. Repurchase of shares Class of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : $(1 / 1)$ 6. Repurchase of shares Cancellation date : $(1 / 1)$ 6. Repurchase of shares Cancellation date : $(1 / 1)$ 6. Repurchase of shares Cancellation date : $(1 / 1)$ 6. Repurchase of shares Cancellation date : $(1 / 1)$ 7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Class of shares (1 / 1) 8. Class of shares Class (1 / 1) 9. Class of shares Class (1 / 1)	month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
(Note 1) 5. Scrip dividend At price : State currency Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) 6. Repurchase of shares Class of shares repurchased (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 (Note 1) 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) EGM approval date : (/ /) Redemption date : (/ /)		
5. Scrip dividend At price : currency Instant anomaly and date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGN approval date: (/ /) (dd/mm/yyyy) 6. Repurchase of shares Class of shares		
Class of shares 6. Repurchase of shares Class of shares Cancellation date : (dd/mm/yyyy) EGM approval date: (d/mm/yyyy) EGM approval date: (d/mm/yyyy) EGM approval date: (d/mm/yyyy)		
6. Repurchase of shares Cancellation date : (/ /) 6. Repurchase of shares EGM approval date : (/ /) (d/mm/yyyy) EGM approval date: (/ /) (d/mm/yyyy) Class of shares		
6. Repurchase of shares Cancellation date : (/ /) 6. Repurchase of shares EGM approval date : (/ /) (d/mm/yyyy) EGM approval date: (/ /) (d/mm/yyyy) Class of shares		
 6. Repurchase of shares 6. Repurchase of (/ /) 6. Repurchase of (/ /) 6. Repurchase of (/ /) 6. Cancellation date : (/ /) 7. Redemption of shares 7. Redemption of characteristic data is the constraint of the constra		
Class of shares 7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /)		
7. Redemption of shares (/ /) EGM approval date: (/ /)		
7. Redemption of shares (/ /) EGM approval date: (/ /)		
7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /)		
EGiti upploval date.		
Class of shares issuable(<i>Note 1</i>)		
8. Consideration issue At price : State Issue and allotment (/ /) date : (dd/mm/yyyy)		
EGM approval date: (///) (dd/mm/yyyy)		

			I	For Main Boar	rd and GEM lis	
	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
			Class of shares issuable (Note 1)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)			
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E. (O (Pr	Ordinary share reference share (Other clas	es)	 - -

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	90,000		
	(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):
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Submitted by: <u>Tse Wai Hang</u>
Title: <u>Secretary</u> (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.