

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :31/03/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Soundwill Holdings Limited
Date Submitted	3 April 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>878</u> Descr	iption : Ordinary	Shares	
	No. of ordinary shares	Par value (<i>HK</i> \$)	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			
Increase/(decrease)			
Balance at close of the month			

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 ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	280,824,135					
Increase/(decrease) during the month	N/A					
Balance at close of the month	280,824,135					

III. Details of Movements in Issued Share Capital

Share Options (under s	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			0		_	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option						
Scheme						
adopted on						
(19/05/2011)						
1.1 exercise price at HKD8.71	0	0	0	0	0	5,430,000
1.2 exercise price at HKD15.76	0	0	0	0	0	5,096,000
(Note 1)						
2.						
(//)						
(Note 1)						
3.						
shares						
(Note 1)						
(INDIE I)		T	tal (Ondia	ant chance)	NT/A	
		10	otal A. (Ordin	•		
				ence shares)		
			()	Other class)	N/A	
Total funds raised duri		from exercise of				
options (State currency	/)		N/A			

Share Options (under Share Option Schemes of the Issuer)

For Main Board and GEM listed issuers

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.	value	preceding month	month	montin		
	_					
(/ /)						
$\mathbf{C}(\mathbf{r},1) = 1 \cdot (\mathbf{C} \mathbf{C} 1^{T} + \mathbf{r},1)$						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /	')				
<u>2.</u>		i				
	_					
(/ /)						
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 (Note 1)						
Subscription price EGM approval date						
(if applicable)		,				
(dd/mm/yyyy)	(/ /)				
	_					
(/ /)	<u> </u>					
Staal and (if listed)						
Class of shares						
issuable (<i>Note 1</i>)						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
			D (Ordi			
		Total	в. (Ordin (Prefere	nary shares) ence shares)		
			(Other class)		

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Convertibles (i.e. Convertible i	For Main Board and GEM listed issuers nto 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 (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		Fotal C. (Ordin	nary shares)		
			(Freiere	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)		
(Other class)		

		Issued Share Capital (Not App	licable)			No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	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 (<i>Note 1</i>)				
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)	(/ /)		

	Type of Issue		F	For Main	<u>n Boar</u>	d and GEM list No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
			Class of shares issuable (Note 1)				
5.	Scrip dividend	At price : State currency ——	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue	At price : State currency ——		(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u> </u>

]	For Main Boa	d and GEM lis	ted 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		Class of shares issuable (<i>Note 1</i>)	(/ /)		
).	reorganisation		Issue and allotment date : (dd/mm/yyyy)			
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)			
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
				Ordinary share reference share (Other clas	es)	-

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 Iss	ued Sh	are Capital").)

Remarks (if any):

Submitted by: <u>Tang Man Joe</u>
Title: <u>Company 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.*