

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31 / 07 / 2009	

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Benefun International Holdings Limited
Date Submitted	03/ 08 / 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>1130</u> Descri	ption :		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	10,000,000,000	\$0.01	\$100,000,000
Increase/(decrease)	Nil	Nil	Nil
Balance at close of the month	10,000,000,000	\$0.01	\$100,000,000
(2) Stock code :Descri	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :Descr	cription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month	. <u> </u>		

3. Other Classes of Shares

Stock code :Descri	ption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month (*State* HK\$100,000,000 *currency*) :

II. Movements in Issued Share Capital

	No. of ordi	ordinary shares No of preference No. of		No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	6,240,379,000	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	<u>N/A</u>
Balance at close of the month	6,240,379,000	N/A	<u>N/A</u>	N/A

III. Details of Movements in Issued Share Capital

Share Options (under	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 -		1,10,0000000000000000000000000000000000	ng the month		_	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Employee						
share option						
scheme						
Granted on						
25/01/2008						
Exercise price:						
HK\$0.0804						
(16/12/2005)						
ordinary shares	Nil	Nil	Nil	Nil	Nil	NIL
(Note 1)						
(110001)						
2. N/A						
$\underline{2.1N/A}$						
(/ /)						
shares						
(Note 1)						
(1000 1)						
2 N/A						
<u>3.</u> N/A						
(/ /)						
shares						
(Note 1)						
(11010-1)		Т	otal A. (Ordin	ary charec)	Nil	
		10				
				nce shares)		
				Other class)	IN/A	
Total funds raised dur		from exercise o				
options (State currenc	y)		N/A			

Share Options (under Share Option Schemes of the Issuer)

Description of warra (Date of expiry - dd/		Currency of nominal value	Nominal value close of preceding mor	du	tercised ring the nonth	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. N/A</u>								
				_				
(/ / Stock code (if Class of share: issuable (Note Subscription p	listed) s 1) rice							
EGM approva (if applicable)								
(dd/mm/yyyy)		(/ /)					
<u>2. N/A</u>								
(/ /) Stock code (if Class of share issuable (Note	listed)							
Subscription p EGM approva (if applicable) (dd/mm/yyyy) 3. N/A	l date	(/ /)					
<u>J. IVA</u>								
(/ /) Stock code (if Class of shares issuable (Note	listed)							
Subscription p EGM approva (if applicable) (dd/mm/yyyy)	l date)					
<u>4. N/A</u>)					
(/ /) Stock code (if Class of shares issuable (Note	listed) s 1)							
Subscription p EGM approva (if applicable) (dd/mm/yyyy)	l date	(/ /)					
			Т	otal B.	(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

Class and description	Currency of amount outstandi ng	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. Convertible notes	Nil	HK\$130,000,000	Nil	HK\$130,000,000	Nil	2,031,250,000
Stock code (if listed)	N/A					
Class of shares	0.1					
issuable (<i>Note 1</i>) Subscription price	Ordinary s HK\$0.064					
EGM approval date	111140.004	- <u></u>				
(if applicable)	(20/10/2)	000				
(dd/mm/yyyy)) 2. N/A	(20/10/20	008)				
<u>2. IV/A</u>						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>						
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable)		`				
(dd/mm/yyyy) 4. N/A	(/ /)				
Stock code (if listed) Class of shares		<u>.</u>				
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
				nary shares) Nil		_
				ence shares) <u>N/A</u> Other class) <u>N/A</u>		_
						_

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: 1N/A	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
(/ /) shares (Note 1)		
2N/A		
(/ /) 		
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil N/A N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Oth		Issued Share Capital				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)	(/ /)		
						N/A	
			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)	(/ /)		
						N/A	
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	
			Class of shares issuable (Note 1)				
4.	Bonus issue		(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	

S. Scrip dividend At price : State currency Issue and allotment $(///)$ Issue and allotment date : $(dd/mm/yyyy)$ Issue and allotment $(///)$ N/A G. Repurchase of shares Class of shares repurchased (Note 1) N/A G. Repurchase of shares Class of shares issuable (///) N/A G. Repurchase of shares Class of shares issuable (///) N/A G. Repurchase of shares Class of shares issuable (///) N/A G. Repurchase of shares Class of shares issuable (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares (///) N/A G. Repurchase of shares Class of shares issuable (///) N/A Redemption of shares Class of shares issuable (///) N/A 8. Consideration issue At price: State (///) Iss	isted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month	rd and GEM liss No. of new shares of issuer issued during the month pursuant thereto	for Main Boar	F		Type of Issue	
Class of shares N/A 6. Repurchase of shares Class of shares				(Note 1) Issue and allotment date : (dd/mm/yyyy)	At price : State	Scrip dividend	5.
6. Repurchase of shares repurchased (Note 1) 6. Repurchase of shares (///) 8. Consideration issue At price. State		N/A					
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A Class of shares							
Class of shares N/A Class of shares shares Redemption of Redemption date : (/ /) (/ /) Redemption date : (/ /) (/ /) N/A EGM approval date: (/ /) N/A Class of shares issuable N/A Class of shares issuable N/A Seconsideration issue State Issue and allotment			(/ /)			Repurchase of shares	6.
7. Redemption of shares redeemed (Note 1) 7. Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)		<u>N/A</u>	(/ /)	EGM approval date: (dd/mm/yyyy)			
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A Class of shares issuable (Note 1) 8. Consideration issue. At price: State Issue and allotment (/ /)							
Class of shares issuable			(//)	Redemption date : (dd/mm/yyyy)			7.
(Note 1) 8 Consideration issue At price State Issue and allotment (/ /)		N/A	(/ /)	EGM approval date: (dd/mm/yyyy)			
date : (dd/mm/yyyy)			(/ /)			Consideration issue	8.
EGM approval date: (/ /) (dd/mm/yyyy) <u>N/A</u>		N/A	(//)	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
			Class of shares issuable (Note 1)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			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)	(/ /)	N/A	. <u> </u>
			Total E. (C (Pre	Ordinary share eference share (Other clas	es) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):		Nil		
	(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: Lo King Fat, Lawrence
Title: 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.