



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/1/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Orange Sky Golden Harvest Entertainment (Holdings) Limited

Date Submitted 8 February 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 1132 Description : Ordinary Shares			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	6,000,000,000	0.1	600,000,000
Increase/(decrease)	--	--	--
Balance at close of the month (Note)	6,000,000,000	0.1	600,000,000
(2) Stock code : Description :			
	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			

ion : \_\_\_\_\_

	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

### 3. Other Classes of Shares

Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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\$*) : **600,000,000** \_\_\_\_\_

		Ordinary shares (2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<b>2,543,739,900</b>	--	--	--
Increase/ (decrease) during the month (Note)	--	--	--	--
Balance at close of the month (Note)	<b>2,543,739,900</b>	--	--	--

### 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		
1. Share Option Scheme adopted by the Shareholders at the special general meeting held on 11 November 2009 (11/11/2009) Ordinary shares (Note 1)	--	--	--	--	--	100,250,000
2. _____ _____ _____ ( / / ) shares (Note 1)						
3. _____ _____ _____ ( / / ) shares (Note 1)						
			Total A. (Ordinary shares)			
			(Preference shares)			
			(Other class)			
Total funds raised during the month from exercise of options (State currency)						

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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. _____ _____ _____ ( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (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) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
4. _____ _____ _____ ( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
Total B.				(Ordinary shares) _____	(Preference shares) _____	(Other class) _____

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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. Zero Coupon Convertible Note due 2015	HK\$	--	--	9,024,000		26,698,224
Stock code (if listed)						
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$0.338					
EGM approval date (if applicable) (dd/mm/yyyy)	(20 /7 /2009)					
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) (dd/mm/yyyy)	( / / )					
4.						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
				Total C. (Ordinary shares)		
				(Preference shares)		
				(Other class)		

Issue Shares of the Issuer which are to be Listed, including (in millions)

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. Acquisition of interest in Orange Sky Golden Harvest and (Beijing) TV&Film Production Co., Ltd. (Formerly known as Chengtian Zhihong) related Contracts which was completed on 31 October 2009 2 <sup>nd</sup> tranche Zero Coupon Convertible Note due 2015 of HK\$45.12million (RMB 40million) (20 / 7 / 2009 ) <div style="text-align: right;">Ordinary shares (Note 1)</div>	--	--
2. _____ _____ <div style="text-align: right;">( / / ) shares (Note 1)</div>		
3. _____ _____ <div style="text-align: right;">( / / ) shares (Note 1)</div>		
Total D. (Ordinary shares) (Preference shares) (Other class)		

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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
2. Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
3. Placing	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) (/)	_____	_____
4. Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____

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
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Type of Issue

<p>5. Scrip dividend      At price : State currency _____</p>	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy)      ( / / )</p> <p>EGM approval date: (dd/mm/yyyy)      ( / / )</p>	<p>_____</p> <p>_____</p>
<p>6. Repurchase of shares</p>	<p>Class of shares repurchased _____ (Note 1)</p> <p>Cancellation date : (dd/mm/yyyy)      ( / / )</p> <p>EGM approval date: (dd/mm/yyyy)      ( / / )</p>	<p>_____</p> <p>_____</p>
<p>7. Redemption of shares</p>	<p>Class of shares redeemed _____ (Note 1)</p> <p>Redemption date : (dd/mm/yyyy)      ( / / )</p> <p>EGM approval date: (dd/mm/yyyy)      ( / / )</p>	<p>_____</p> <p>_____</p>
<p>8. Consideration issue      At price : State currency _____</p>	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy)      ( / / )</p> <p>EGM approval date: (dd/mm/yyyy)      ( / / )</p>	<p>_____</p> <p>_____</p>



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	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
10. Other (Please specify)	At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
Total E.		(Ordinary shares) _____	(Preference shares) _____
		(Other class) _____	

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



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Submitted by: Wu Keyan

Title: Director  
(Director, Secretary or other duly authorised officer)

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*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.*