



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/5/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sino-Tech International Holdings Limited

Date Submitted 3/6/2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | | |
|-------------------------------------|-----------------------|---------------|------------------------|--------------------|---------------------------------|
| (1) Stock code : | <u>724</u> | Description : | <u>Ordinary shares</u> | | |
| | | | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | <u>30,000,000,000</u> | | <u>0.01</u> | <u>300,000,000</u> | |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> | <u>Nil</u> | |
| Balance at close of the month | <u>30,000,000,000</u> | | <u>0.01</u> | <u>300,000,000</u> | |
| (2) Stock code : | <u>N/A</u> | Description : | | | |
| | | | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | | | | | |
| Increase/(decrease) | | | | | |
| Balance at close of the month | | | | | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| 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 Notes | | | (See remarks) | | | |
| | HK\$ | 482,400,000 | 36,000,000 | 446,400,000 | Nil | 3,720,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.12 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (9 /11 /2009) | | | | | |
| 2. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. N/A | | | | | | |
| 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 issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | | | Total C. (Ordinary shares) | | Nil | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | 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)

| 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 |
|---|--|---|
| <p>1. Pursuant to the acquisition agreements dated 11 February 2011, the Company proposed to acquire the entire effective interest in CITIC Logistics Company Limited and a maximum of 909,409,482 consideration shares to be issued and allotted by the Company to the vendors at the price of HK\$0.283 per share.</p> <hr/> <hr/> <p style="text-align: right;">(25 / 3 / 2011)</p> <p style="text-align: right;">Ordinary shares (Note 1)</p> | Nil | 909,409,482 |
| <p>2. N/A</p> <hr/> <hr/> <p style="text-align: right;">(/ /)</p> <p style="text-align: right;">shares (Note 1)</p> | | |
| <p>3. N/A</p> <hr/> <hr/> <p style="text-align: right;">(/ /)</p> <p style="text-align: right;">shares (Note 1)</p> | | |
| <p style="text-align: right;">Total D. (Ordinary shares)</p> <p style="text-align: right;">(Preference shares)</p> <p style="text-align: right;">(Other class)</p> | <p>Nil</p> <p>N/A</p> <p>N/A</p> | |

Other Movements in Issued Share Capital

| 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 <u>N/A</u> <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 <u>N/A</u> <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 <u>N/A</u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 4. | Bonus issue | | Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) 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 |
|---------------|--|--|---|
| 5. | Scrip dividend At price : State currency _____ | Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | |
| 6. | Repurchase of shares | Class of shares repurchased <u>N/A</u> <i>(Note 1)</i> Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | |
| 7. | Redemption of shares | Class of shares redeemed <u>N/A</u> <i>(Note 1)</i> Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | |
| 8. | Consideration issue At price : State currency _____ | Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) 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 |
|----------------------------|--|--|---|
| 9. Capital reorganisation | <p>Class of shares issuable (Note 1) <u>N/A</u></p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p> | | |
| 10. Other (Please specify) | <p>At price : State currency _____</p> <p>Class of shares issuable (Note 1) <u>N/A</u></p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /)</p> | | |
| | | Total E. (Ordinary shares) | <u>N/A</u> |
| | | (Preference shares) | <u>N/A</u> |
| | | (Other class) | <u>N/A</u> |

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

Remarks (if any):

In accordance with the terms and conditions of the Convertible Notes, the Company has exercised its right to early redeem the Convertible Notes in the aggregate principal amount of HK\$36,000,000 and the completion of which took place on 30 May 2011. Please refer to the announcement of the Company dated 30 May 2011 for further details of the said redemption.

Submitted by: Lee Wai Yee

Title: Company 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.*