

#### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/10/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Birmingham International Holdings Limited
Date Submitted	1 November 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>02309</u> Descrip	ption :	Birmingha	am Intl	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)	
Balance at close of preceding month	10,000,000,000	0.01	100,000,000.00	
Increase/(decrease)	Nil	-	Nil	
Balance at close of the month	10,000,000,000	0.01	100,000,000.00	
(2) Stock code : <u>N/A</u> Descrip	ption :	N/A	A	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month				
Increase/(decrease)				

# 2. Preference Shares

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

## 3. Other Classes of Shares

Stock code :	N/A	Description :	N	//A
		No. of classes of		Authorised share capital (State currency)
Balance at close of j	preceding	month		
Increase/(decrease)				
Balance at close of t	the month			

Total authorised share capital at the end of the month (HK\$): 100,000,000.00

## II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	3,887,753,400	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	3,887,753,400	N/A	N/A	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 including EGM					issuer issued during the month pursuant	issuer which may be issued pursuant thereto
approval date					thereto	as at close of the month
(dd/mm/yyyy) and <sup>-</sup>		Movement duri	ing the month		thereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO Shares Option Scheme adopted on 22/10/2002 Exercise Price:						
HK\$0.4786						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	25,076,636
(Note 1)						
2. Exercise Price: HK\$1.0777						
EGM approval date : 30/07/2007						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	2,089,720
(Note 1)						
3.						
( / / ) shares						
(Note 1)						
		Те	otal A. (Ordin	ary shares)	Nil	
				nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur options (State currenc		from exercise o	of	Nil		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal	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
<u>1.</u>	-					
	N/A	N/A	N/A	N/A	N/A	N/A
( / / )   Stock code (if listed)   Class of shares   issuable (Note 1)   Subscription price   EGM approval date			11/11			1071
(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 ( <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)	( / /	)				
		Total	B. (Ordi	nary shares)	N/A	
			(Prefere	ence shares)	N/A	-
			(	Other class)	N/A	-

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. N/A N/A N/A N/A N/A N/A 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 C. (Ordinary shares) N/A N/A (Preference shares) N/A (Other class)

#### For Main Board and GEM listed issuers

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

(othe	r than under Share Option Schemes)		
Full	particulars including 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
	pplicable, and class of shares issuable:		as at close of the month
	Proposed issue of 320,375,000 Conversion Shares pursuant to the		
1.			
	Agreement dated 9 December 2010.		
	Issue price/Conversion price: HK\$0.20 (subject to adjustment)		
	For details, please refer to the announcement dated 9 December 2010.		
	Class of shares: Ordinary		
	EGM approval date: to be confirmed		
	(Note 1)	Nil	Nil
2.	Proposed issue of not less than 1,607,391,275 but not more than 6,856,129,850 Conversion Shares pursuant to the proposed issue		
	of Convertible Preference Shares under the Agreement dated 4		
	January 2011.		
	Issue price/Conversion price: HK\$0.20 (subject to adjustment)		
	For details, please refer to the announcement dated 19 January 2011.		
	Class of shares: Ordinary		
	EGM approval date: to be confirmed		
	(Note 1)	Nil	Nil
2			
3.	Proposed issue of 636,000,000 Conversion Shares pursuant to the		
	proposed placing of Convertible Notes under the Placing		
	Agreement dated 2 August 2011.		
	Conversion price: HK\$0.125 (subject to adjustment)		
	For details, please refer to the announcement dated 2 August 2011.		
	Class of shares: Ordinary		
	(Note 1)	Nil	Nil
	Total D. (Ordinary shares)	Nil	
	(Preference shares)	N/A	
	(Other class)	N/A N/A	
	(Other class)	IN/A	

	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
	21			Class of shares issuable				
				(Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
								10/21
				Class of shares issuable ( <i>Note 1</i> )				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	NI/A	NI/A
							<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
								1 1/ 4 1
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

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

				Fe	or Main Board	and C	GEM listed issue	rs
	Type of Issue					is	No. of new shares of issuer ssued 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 issua (Note 1)	ble			
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
10	Other			Class of shares issua (Note 1)	ble			
10.	(Please specify)	At price :	State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
				Total E.	(Ordinary sh (Preference sh (Other o	nares)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	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").)			

N/A		
Submitted by:	Tricor Tengis Limited	
Title: (Director, Secr	Branch Share Registrar retary 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.