



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/08/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Birmingham International Holdings Limited

Date Submitted 4 September 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :	<u>02309</u>	Description :	<u>Birmingham Intl</u>		
			No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>50,000,000,000</u>		<u>50,000,000,000</u>	<u>0.01</u>	<u>500,000,000.00</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>50,000,000,000</u>		<u>50,000,000,000</u>	<u>0.01</u>	<u>500,000,000.00</u>
(2) Stock code :	<u>N/A</u>	Description :	<u>N/A</u>		
			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					

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>5,481,086,733</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>Nil</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>5,481,086,733</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

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. _____ _____ _____ (/ /) shares	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
(Note 1)						
2. _____ _____ _____ (/ /) shares						
(Note 1)						
3. _____ _____ _____ (/ /) shares						
(Note 1)						
			Total A. (Ordinary shares)		<u>N/A</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)					<u>N/A</u>	

Warrants to Issue Shares of the Issuer which are to be Listed

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. _____ _____ (/ /)	N/A	N/A	N/A	N/A	N/A	N/A
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) _____ (/ /)						
Total B. (Ordinary shares) _____					N/A	
(Preference 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)

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. First Convertible Bond						
	<u>HK\$</u>	<u>40,000,000.00</u>	<u>Nil</u>	<u>40,000,000.00</u>	<u>Nil</u>	<u>1,333,333,333</u>
Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	<u>Ordinary Shares</u>					
Subscription price	<u>HK\$0.03</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(05/02/2014)</u>					
2. Second Convertible Bond						
	<u>HK\$</u>	<u>125,000,000.00</u>	<u>Nil</u>	<u>125,000,000.00</u>	<u>Nil</u>	<u>4,166,666,666</u>
Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	<u>Ordinary Shares</u>					
Subscription price	<u>HK\$0.03</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(05/02/2014)</u>					
3. Debt Convertible Bond						
	<u>HK\$</u>	<u>193,500,000.00</u>	<u>Nil</u>	<u>193,500,000.00</u>	<u>Nil</u>	<u>6,450,000,000</u>
Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	<u>Ordinary Shares</u>					
Subscription price	<u>HK\$0.03</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(05/02/2014)</u>					
4.						
Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
				Total C. (Ordinary shares)	<u>Nil</u>	
				(Preference shares)	<u>N/A</u>	
				(Other class)	<u>N/A</u>	

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
1. Proposed issue of the convertible bonds (the “Convertible Bonds”) in the principal aggregate amount of HK\$120,000,000.00 with the initial conversion price of HK\$0.10 per Share (subject to adjustments) pursuant to the subscription agreement dated 31 July 2014 and entered into between the Issuer as the issuer and Deluxe Crystal Limited as the subscriber (the “Subscriber”). A maximum number of 1,200,000,000 Conversion Shares will be allotted and issued to the Subscriber upon exercise of the conversion rights attaching to the Convertible Bonds. For details, please refer to the announcement dated 31 July 2014 EGM approval date : To Be Confirmed Ordinary shares (<i>Note 1</i>)	Nil	Nil
2. N/A shares (<i>Note 1</i>)		
3. N/A shares (<i>Note 1</i>)		
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil 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	
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) (/ /)	N/A	N/A
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) (/ /)	N/A	N/A
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) (/ /)	N/A	N/A
4.	Bonus issue			Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A

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 _____ (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
6.	Repurchase of shares			Class of shares repurchased _____ (<i>Note 1</i>) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
7.	Redemption of shares			Class of shares redeemed _____ (<i>Note 1</i>) Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
8.	Consideration 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)	N/A	N/A

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		Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
10.	Other (Please specify)	At price : _____	State currency _____ Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
Total E.				(Ordinary shares) Nil	
				(Preference shares) N/A	
				(Other class) 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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

N/A

Submitted by: Tricor Tengis Limited

Title: Branch Share Registrar
(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.*