

For the month ended (dd/mm/yyyy):

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

To: Hong Kong Exchanges and Clear	ring Limited			
Name of Issuer Grand	ltop International Hold	ings Limited		
Date Submitted 2 April	il 2009			
I. Movements in Authorised Share Ca	pital			
1. Ordinary Shares				
(1) Stock code : <u>02309</u> Desc	eription:	Grandtop	o Int'l	
	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 Nil	
Increase/(decrease)	Nil			
Balance at close of the month	10,000,000,000	0.01	100,000,000.00	
(2) Stock code : N/A Desc	cription:	N/A	<u> </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				

31/03/2009

Stock code : N/A Description :		N/A			
	No. of prefere shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding n	month				
Increase/(decrease)					
Balance at close of the month					
3. Other Classes of Shares					
3. Other Classes of Shares  Stock code : N/A	Description :	N/A	A		
	Description : No. of other classes of sha	Par value r (State	A Authorised share capital (State currency)		
	No. of other classes of sha	Par value r <i>(State</i>	Authorised share capital		
	No. of other classes of sha	Par value r <i>(State</i>	Authorised share capital		

#### II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(1) (2)		of shares		
Balance at close of preceding month	937,075,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	48,076,000	N/A	N/A	N/A		
Balance at close of the month	985,151,000	N/A	N/A	N/A		

#### III. Details of Movements in Issued Share Capital

Total funds raised during the month from exercise of

options (State currency)

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 thereto as at close of the month Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1.Pre-IPO Share Option Scheme adopted on 22/10/2002 Exercise Price: HK\$0.05 Ordinary shares Nil Nil Nil Nil Nil 24,000,000 (*Note 1*) 2. Exercise Price: HK\$1.126 **EGM** Approval date: 30/07/2007 Ordinary shares Nil Nil Nil Nil Nil 2,000,000 (*Note 1*) shares (*Note 1*) Total A. (Ordinary shares) Nil

(Preference shares)

(Other class)

Nil

N/A N/A

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 (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.	( / ,	/ )				
<u></u>	<del>.</del> -					
( / / ) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)  4.	( / /	/ )				
	<del>.</del> 					
( / / ) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	/ )				
		Total	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	- -

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 issuer issued which may be during the issued pursuant month thereto as at Currency of Amount at close Converted Amount at pursuant close of the amount of preceding during the close of the thereto month Class and description outstanding month month month 1. Convertible Notes 48,076,000 See Remarks (2) 7,500,000 5,000,000 HKD 2,500,000 Stock code (if listed) N/A Class of shares issuable (Note 1) **Ordinary Shares** Subscription price See Remarks (1) EGM approval date (if applicable) 07/07/2008 (dd/mm/yyyy)) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Total C. (Ordinary shares) 48,076,000 (Preference shares) N/A (Other class) N/A

#### 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)

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. N/A		
shares (Note 1)		
Q N/A		
2. <u>N/A</u>	_	
-	-	
	-	
shares (Note 1)		
		•
3. N/A		
	=	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	•
		•

	Type of Issue	Issued Share Capital				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)				
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						N/A	N/A
			Class of shares issuable				
		At maiga. State	(Note 1)  Issue and allotment	( / /	)		
2.	Open offer	At price : State currency	date : (dd/mm/yyyy)	`	,		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			(22.2			N/A	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
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			(66, 11111 ) ) ) )			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
			Class of shares issuable (Note 1)				
5.	Scrip dividend	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 (Note 1)				
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		•	EGM approval date:	( / /	)		
			(dd/mm/yyyy)			N/A	N/A

### For Main Board and GEM listed issuers

No. of new

No. of new

Tyj	pe of Issue					shares of suer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issua	ble	_		
			(Note 1)				
	apital organisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date:	( / /	)		
			(dd/mm/yyyy)			N/A	N/A
			Class of shares issua (Note 1)	ble	_		
10. Or (P	ther Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			Total E.	(Ordinary sh		N/A	
				(Preference shows (Other of		N/A N/A	
				(0.1111)			
Total	increase / (decrease	e) in ordinary shares during	the month (i.e. Total of A	to E):	(1)	48,0	76,000
					(2)		N/A
Total	increase / (decrease	e) in preference shares during	ng the month (i.e. Total of	A to E):			N/A
		e) in other classes of shares					N/A
		the same as the relevant fic			ued S	hare Canital	"))

Remarks (if any):
(1) The Conversion Price (Subscription Price) shall not in any event be less than HK\$0.05 per Conversion Share. Please
refer to the Issuer's circular dated 20 June 2008 for full details.
(2) For illustrative purpose and assuming the conversion at the Conversion Price of HK\$0.05 per Conversion Share,
the aggregate outstanding principal amount of the Convertible Notes as at 31 March 2009 (i.e. HK\$5,000,000.00)
are convertible into 100,000,000 Conversion Shares.
Submitted by: Wong Po Ling, Pauline
Title: Executive Director
(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.