



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/05/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Wah Nam International Holdings Limited

Date Submitted 2 June 2011

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code :	<u>00159</u>	Description :	<u>WAH NAM INTL</u>		
			No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>10,000,000,000</u>			<u>HK\$0.10</u>	<u>HK\$1,000,000,000.00</u>
Increase/(decrease)	<u>0</u>				<u>0</u>
Balance at close of the month	<u>10,000,000,000</u>			<u>HK\$0.10</u>	<u>HK\$1,000,000,000.00</u>
(2) Stock code :	<u>--</u>	Description :	<u>--</u>		
			No. of ordinary 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					

## 2. Preference Shares

Stock code :    - -	Description :    - -		
	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 (*State currency*) :

**HK\$1,000,000,000.00**

## 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>3,922,435,485</u>	<u>--</u>	<u>--</u>	<u>--</u>
Increase/ (decrease) during the month	<u>1,339,947,300</u>	<u>--</u>	<u>--</u>	<u>--</u>
Balance at close of the month	<u>5,262,382,785</u>	<u>--</u>	<u>--</u>	<u>--</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		
<u>1. Share Option</u>						
<u>Scheme Adopted</u>						
<u>at the SGM on</u>						
<u>14/08/2002,</u>						
<u>exercise price of</u>						
<u>HK\$1.164 per share</u>						
Ordinary shares	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>9,000,000</u>
(Note 1)						
<u>2. Share Option</u>						
<u>Scheme Adopted</u>						
<u>at the SGM on</u>						
<u>14/08/2002,</u>						
<u>exercise price of</u>						
<u>HK\$1.24 per share</u>						
Ordinary shares	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>27,000,000</u>
(Note 1)						
<u>3. Share Option</u>						
<u>Scheme Adopted</u>						
<u>at the SGM on</u>						
<u>14/08/2002,</u>						
<u>exercise price of</u>						
<u>HK\$2.00 per share</u>						
Ordinary shares	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>39,000,000</u>
(Note 1)						
			Total A. (Ordinary shares)		<u>0</u>	
			(Preference shares)		<u>--</u>	
			(Other class)		<u>--</u>	
Total funds raised during the month from exercise of options (State currency)				<u>0</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
<b>1. ASX Listed Options</b>						
Date of expiry: ( 30 / 09 / 2014 )	A\$	3,000,000	0	3,000,000	0	15,000,000
Stock code (if listed)	(ASX) WNIO					
Class of shares issuable (Note 1)	Ordinary share					
Subscription price	A\$0.2 per ordinary share (Subject to adjustment)					
EGM approval date (if applicable) (dd/mm/yyyy)	( 13 / 12 / 2010 )					
<b>2.</b>						
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<b>3.</b>						
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<b>4.</b>						
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
Total B.					(Ordinary shares)	0
					(Preference shares)	N/A
					(Other class)	N/A

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. _____ _____ _____	_____	_____	_____	_____	_____	_____
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 C. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____						

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. Pursuant to the BRM Conditional Offer, the Company may have to issue up to maximum of 3,508,672,380 Consideration WN Shares. (Details please refer to the Company's announcements dated 10 November 2010 and circular dated 26 November 2010) (13/12/2010) Ordinary shares ( <i>Note 1</i> )	1,339,947,300	2,168,725,080
2. Pursuant to the FRS Conditional Offer, the Company may have to issue up to maximum of 1,021,448,940 Consideration WN Shares. (Details please refer to the Company's announcements dated 10 November 2010 and circular dated 26 November 2010) (13/12/2010) Ordinary shares ( <i>Note 1</i> )	N/A	1,021,448,940
3. _____ _____ _____ _____ _____ (.....) shares ( <i>Note 1</i> )		
Total D. (Ordinary shares) (Preference shares) (Other class)	1,339,947,300 N/A N/A	

Other Movements in 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
Type of Issue					
1.	Rights issue	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____
2.	Open offer	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____
3.	Placing	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____
4.	Bonus issue		Class of shares issuable _____ (Note 1) 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	
Type of Issue					
5.	Scrip dividend	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
6.	Repurchase of shares		Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
7.	Redemption of shares		Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
8.	Consideration issue	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____



For Main Board and GEM listed issuers

		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
<b>Type of Issue</b>			
9. Capital reorganisation	Class of shares issuable _____ (Note 1)		
	Issue and allotment date : (dd/mm/yyyy)	( / / )	
	EGM approval date: (dd/mm/yyyy)	( / / )	
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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)	( / / )	
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		Total E. (Ordinary shares) _____	_____
		(Preference shares) _____	_____
		(Other class) _____	_____

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>1,339,947,300</u>
	(2)	<u>- -</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>- -</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>- -</u>
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

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Submitted by: Tricor Secretaries Limited

Title: Branch Share Registrar  
(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*