



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/1/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Wah Nam International Holdings Limited

Date Submitted 6 February 2012

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	5,359,279,403	--	--	--
Increase/ (decrease) during the month	555,100,000	--	--	--
Balance at close of the month	5,914,379,403	--	--	--

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. Share Option						
<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	0	0	0	0	0	8,500,000
(Note 1)						
2. Share Option						
<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	0	0	0	0	0	27,000,000
(Note 1)						
3. Share Option						
<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	0	0	0	0	0	39,000,000
(Note 1)						

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		
4. Share Option Scheme Adopted at the SGM on 14/08/2002, exercise price of HK\$0.72 per share						
Ordinary shares	0	0	0	0	0	57,000,000
(Note 1)						
5. - -						
(/ /)						
shares	--	--	--	--	--	--
(Note 1)						
6. - -						
(/ /)						
shares	--	--	--	--	--	--
(Note 1)						
7. - -						
(/ /)						
shares	--	--	--	--	--	--
(Note 1)						
8. - -						
(/ /)						
shares	--	--	--	--	--	--
(Note 1)						
			Total A. (Ordinary shares)		0	
			(Preference shares)		--	
			(Other class)		--	
Total funds raised during the month from exercise of options (State currency)				0		

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. ASX Listed Options						
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)					
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 B.					(Ordinary shares)	0
					(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
1. Pursuant to the Subscription Agreement dated 12 December 2011 entered into between the Company and Ocean Line Holdings Limited (the Subscriber), the Company has agreed to issue and the Subscriber agreed to subscribe for 555,100,000 Subscription Shares at a price of HK\$0.60 per Subscription Share. (For details, please refer to the Company's circular dated 15 December 2011) SGM Approval Date: (06/01/2012) Ordinary shares (Note 1)	555,100,000	NIL
2. -- (/ /) shares (Note 1)		
3. -- (/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	555,100,000 -- --	

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)	_____	_____

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 (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
Type of Issue			
9. Capital reorganisation	Class of shares issuable _____ (Note 1)		
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)	(/ /)	
<hr/>			
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)	(/ /)	
<hr/>			
		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>555,100,000</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):

Pursuant to the Subscription Agreement dated 12 December 2011 entered into between the Company and Ocean Line Holdings Limited (the Subscriber), the Convertible Bonds in the principal amount of HK\$173,940,000 were issued to the Subscriber on 10 January 2012. (Details please refer to the Company's circular dated 15 December 2011 and the announcement dated 6 January 2012 respectively)

Submitted by: Tricor Secretaries 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*