

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

To: Hong Kong Exchanges and Clearing Limited

Monthly Return of Equity Issuer on Movements in Securities

Name of Issuer	Powerv	Powerwell Pacific Holdings Limited						
Date Submitted	03/12/2	2015						
I. Movements in Author	ised Share Cap	oital						
1. Ordinary Shares								
(1) Stock code: 8	265 Descr	iption:	Powerwe	ell Pac				
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)				
Balance at close of prece	eding month	1,000,000,000	0.10	100,000,000.00				
Increase/(decrease)		Nil		Nil				
Balance at close of the n	nonth	1,000,000,000	0.10	100,000,000.00				
(2) Stock code : 1	N/A Descr	iption :	N/A	L				
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of prece	eding month							
Increase/(decrease)								
Balance at close of the n	nonth							

30/11/2015

2. Preference Shares	S					
Stock code :	N/A	Descripti	on:	N/A	<u>.</u>	
		1	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of J	preceding	month _				
Increase/(decrease)		_				
Balance at close of t	the month	_				
3. Other Classes of S	Shares					
Stock code :	N/A	Descripti	on:	n: <u>N/A</u>		
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of p	preceding 1	month _				
Increase/(decrease)		_				
Balance at close of t	the month	_				
Total authorised sha	re capital a	at the end of	the month (HK\$)	: 1	00,000,000.00	

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	299,200,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	7,500,000	N/A	N/A	N/A		
Balance at close of the month	306,700,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) No. of new No. of new shares of Particulars of share issuer issued during shares of issuer option scheme the month pursuant which may be including AGM thereto issued pursuant Movement during the month approval date thereto as at (dd/mm/yyyy) and close of the class of shares month issuable Granted Exercised Cancelled Lapsed 1.Share Option Scheme Exercise Price of HK\$1.17 (22/12/2010)Ordinary shares Nil 7,500,000 7,500,000 7,500,000 Nil Nil (Note 1) shares (*Note 1*) shares (Note 1) Total A. (Ordinary shares) 7,500,000 (Preference shares) N/A N/A (Other class) Total funds raised during the month from exercise of options (HK\$) 8,775,000

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal		of do	xercised uring 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	_						
	- 						
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 (<i>Note 1</i>)							
Subscription price							
EGM approval date (if applicable)							
(dd/mm/yyyy)	(/ /)					
	<u>-</u>						
(/ /)							
Stock code (if listed)							
Class of shares issuable (Note 1)							
Subscription price EGM approval date							
(if applicable)	, , ,	,					
(dd/mm/yyyy)	(/ /)					
			Total B.		nary shares) ence shares)	N/A N/A	-
					Other class)	N/A N/A	=

Convertibles (i.e. Convertible i		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. N/A	Outstanding	month	monui	month		
Stock code (if listed)	<u> </u>					
Class of shares issuable (<i>Note 1</i>) Conversion price						
EGM approval date						
(if applicable) (dd/mm/yyyy))	(/ /)	,				
<u>2.</u>	<u>_</u> _					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
	<u>—</u>					
Stock code (if listed)						-
Class of shares issuable (Note 1)						
Subscription price						
(if applicable) (dd/mm/yyyy)	(/ /)					
4.	<u> </u>					
	<u> </u>					
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
			Total C. (Ordin		N/A	=
				nce shares) Other class)	N/A 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)

(other than under Share Option Schemes)		
	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy),	ulcicio	as at close of the month
if applicable, and class of shares issuable:		
1. On 5 November 2015 (after trading hours), the Company, the		
Purchaser, the Vendors and the Guarantors entered into the		
Acquisition Agreement, pursuant to which the Purchaser has		
conditionally agreed to acquire and the Vendors have conditionally		
agreed to sell the Sale Assets at the Consideration of HK\$110		
million, which will be satisfied by way of issue of Convertible		
Bonds to the Vendors (or their respective nominee(s)) upon		
Completion.		
Upon full Conversion of the Convertible Bonds at the initial		
Conversion Price of HK\$0.55 per Conversion Share, a total of		
200,000,000 Conversion Shares will be issued.		
For more detail, please refer to the Company's announcement dated		
9 November 2015 and 20 November 2015.		
(/ /)		
shares (Note 1)	Nil	200,000,000
2		
shares (Note 1)		
3		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital No. of new No. of new shares of issuer shares of issued during issuer which may the month pursuant be issued thereto pursuant thereto as at close of the month Type of Issue Class of shares issuable _____ (*Note 1*) (/ /) At price : State currency Issue and allotment 1. Rights issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (*Note 1*) (/ /) At price : State currency Issue and allotment Open offer date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable (*Note 1*) (/ /) At price : State currency Issue and allotment 3. Placing date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AN/AClass of shares issuable (*Note 1*) (/ /) Issue and allotment 4. Bonus issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AN/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)	(/ /)		
			(dd. iiiii yyyy)			N/A	N/A
			Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(======================================			N/A	N/A
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(dd. iiiii 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)	(/ /)		
			(dd/mm/yyyy)			N/A	N/A

For Main Board and GEM listed issuers

No. of new

No. of new

	Type of Issue			;	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 (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 A State	Class of shares issua (Note 1)			_	
10.	Other (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 (Preference (Other	shares	s) N/A	
T	otal increase / (decrease) in ordinary shares during th	e month (i.e. Total of A	to E):	(1	7,500	0,000
				(2	2) N/	'A
T	otal increase / (decrease) in preference shares during	the month (i.e. Total of	A to E):		N	'A
T	otal increase / (decrease) in other classes of shares du	uring the month (i.e. Tot	al of A to E):	:	N	'A
(7	These figures should be the same as the relevant figur	res under II above ("Mo	vements in L	ssued	Share Capital",).)

Remarks (if any):
Submitted by: Hui Wai Man Shirley
Title: Company Secretary
(Director, Secretary or other duly authorised officer)
Notes:
ivoies.

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.