



香港交易所

Monthly Return of Equity Issuer on Movements in Securities**For the month ended (dd/mm/yyyy) :** 31/05/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Eternity Investment LimitedDate Submitted 04/06/2012**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 764 Description : ETERNITY INV

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>10,000,000,000</u>	<u>0.01</u>	<u>100,000,000.00</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>10,000,000,000</u>	<u>0.01</u>	<u>100,000,000.00</u>

(2) Stock code : N/A Description : _____

	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	_____	_____	_____

2. Preference Shares

Stock code :	<u>N/A</u>	Description :	<u></u>	
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)	
Balance at close of preceding month	<u></u>	<u></u>	<u></u>	
Increase/(decrease)	<u></u>		<u></u>	
Balance at close of the month	<u></u>	<u></u>	<u></u>	

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	<u></u>	
	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	<u></u>	<u></u>	<u></u>	
Increase/(decrease)	<u></u>		<u></u>	
Balance at close of the month	<u></u>	<u></u>	<u></u>	

Total authorised share capital at the end of the month (*HK\$*) : 100,000,000.00

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>7,934,353,176</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>(7,696,324,347)</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>238,028,829</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. Share option scheme adopted on 21/01/2002 Exercise price: HK\$6,507.92 (see remark (2)) (21/01/2002)						
Ordinary shares	0	0	0	0	0	8,219 (see remark (2))
(Note 1)						
2. Share option scheme adopted on 21/01/2002 Exercise price: HK\$1,577.60 (see remark (2)) (21/01/2002)						
Ordinary shares	0	0	0	0	0	4,507 (see remark (2))
(Note 1)						

3.

Share option
scheme adopted
on 21/01/2002

Exercise price:
HK\$2,348.40
(see remark (2))
(21/01/2002)

Ordinary shares	0	0	0	0	0	23,589 (see remark (2))
(Note 1)						

4.

Share option
scheme adopted
on 21/01/2002

Exercise price:
HK\$1.808
(see remark (2))
(21/01/2002)

Ordinary shares	0	0	0	0	0	2,755,000 (see remark (2))
(Note 1)						

Total A. (Ordinary shares) 0
(Preference shares) N/A
(Other class) N/A

Total funds raised during the month from exercise of
options (HK\$)

N/A

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						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
2. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
3. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
4. N/A						
(/ /)						
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		

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. 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. N/A						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A						
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) N/A			
			(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
<p>1. On 5 April 2012, the Company as issuer and Kingston Securities Limited as placing agent entered into a conditional placing agreement, pursuant to which the Company has conditionally agreed to place, through Kingston Securities Limited on a fully underwritten basis, 39,670,000 new ordinary shares of HK\$0.01 each at a price of HK\$0.32 per new ordinary share.</p> <p>Completion of the placing is conditional upon, among others, the proposed capital reorganisation as announced by the Company on 30 March 2012 becoming effective and the passing of resolution(s) by the shareholders to approve the conditional placing agreement and the transactions contemplated thereunder at the special general meeting of the Company to be held on 8 May 2012.</p> <p>The placing was approved by the independent shareholders at the special general meeting held on 8 May 2012.</p> <p>Please refer to the Company's announcement dated 5 April 2012 and circular dated 20 April 2012 for more details.</p> <p>The placing of 39,670,000 new ordinary shares was completed on 18/05/2012.</p> <p>(08/05/2012)</p> <p>Ordinary shares (Note 1)</p>	39,670,000	0
<p>2. N/A</p> <p>(/ /)</p> <p>shares (Note 1)</p>		
<p>3. N/A</p> <p>(/ /)</p> <p>shares (Note 1)</p>		
<p>Total D. (Ordinary shares)</p> <p>(Preference shares)</p> <p>(Other class)</p>	<p>39,670,000</p> <p>N/A</p> <p>N/A</p>	

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) AGM 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

				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 <u>Ordinary</u> (Note 1)					
	Issue and allotment date : (dd/mm/yyyy)			(09/05/2012)		
	EGM approval date: (dd/mm/yyyy)			(08/05/2012)		
				(7,735,994,347) (see remark (1))	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) (7,735,994,347)		
				(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)	(7,696,324,347)
	(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
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

(1) The capital reorganisation of the Company involving: (a) share consolidation that every 40 issued ordinary shares of HK\$0.01 each be consolidated into one consolidated ordinary share of HK\$0.40; and (b) capital reduction that immediately following the share consolidation, (i) the total number of the consolidated ordinary shares of HK\$0.40 each in the issued share capital of the Company be rounded down to a whole number by cancelling the fractional share arising from the share consolidation; (ii) the nominal value of each of the issued consolidated ordinary shares of HK\$0.40 be reduced to HK\$0.01 by cancelling the paid-up capital to the extent of HK\$0.39 on each issued consolidated ordinary share; and (iii) the credit arising from the capital reduction be credited to the contributed surplus account of the Company became effective on 09/05/2012.

(2) The exercise prices and the number of share options were adjusted as a result of the capital reorganisation which became effective on 09/05/2012.

Submitted by: Chan Kin Wah, Billy

Title: 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.*