



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31 October 2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Pearl Oriental Innovation LimitedDate Submitted 3 November 2009**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 632 Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | <u>200,000,000,000</u>    | <u>HK\$0.10</u>                            | <u>HK\$20,000,000,000</u>                                |
| Increase/(decrease)                 | _____                     |  | _____  |
| Balance at close of the month       | <u>200,000,000,000</u>    | <u>HK\$0.10</u>                            | <u>HK\$20,000,000,000</u>                                |

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | _____                     | _____                                      | _____  |
| Increase/(decrease)                 | _____                     |  | _____  |
| Balance at close of the month       | _____                     | _____                                      | _____  |

## 2. Preference Shares

|                                     |                             |  |  |
|-------------------------------------|-----------------------------|--|--|
| Stock code :                        | <u>N/A</u>                  | Description :                              | _____  |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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 :                        | <u>N/A</u>                        | Description :                              | _____  |
|                                     | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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\$20,000,000,000**

\_\_\_\_\_

## 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>759,736,960</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>250,000,000</u>     | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>1,009,736,960</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 Exercise Price (Hk\$0.56) (5 Aug 2009)  |                           |           |           |        |  |   |
| _____ shares   | <u>30,000,000</u>         |           |           |        |  | <u>30,000,000</u>   |
| (Note 1)   |                           |           |           |        |  |   |
| 2.   |                           |           |           |        |  |   |
| _____  |                           |           |           |        |  |   |
| _____  |                           |           |           |        |  |   |
| ( / / )  |                           |           |           |        |  |   |
| _____ shares   |                           |           |           |        |  |   |
| (Note 1)   |                           |           |           |        |  |   |
| 3.   |                           |           |           |        |  |   |
| _____  |                           |           |           |        |  |   |
| _____  |                           |           |           |        |  |   |
| ( / / )  |                           |           |           |        |  |   |
| _____ shares   |                           |           |           |        |  |   |
| (Note 1)   |                           |           |           |        |  |   |
| Total A. (Ordinary shares)   |                           |           |           |        | <u>N/A</u>   |   |
| (Preference shares)  |                           |           |           |        | <u>N/A</u>   |   |
| (Other class)  |                           |           |           |        | <u>N/A</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<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1.   |                                 |   |                                  |   |  |  |
| s  |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| Total B.   |                                 |   |                                  | (Ordinary shares) <u>N/A</u>              |  |  |
|  |                                 |   |                                  | (Preference shares) <u>N/A</u>            |  |  |
|  |                                 |   |                                  | (Other class) <u>N/A</u>                  |  |  |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

|  |                                      |  |                                  |                                    | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| Class and description                                | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month |  |  |
| 1. Issue Convertible Notes                           |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  | HKD                                  | 100,000,000                              | 20,000,000                       | 80,000,000                         | 50,000,000   | 200,000,000  |
| Stock code (if listed)                               |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )        | Ordinary Shares                      |  |                                  |                                    |  |  |
| Subscription price                                   | HK\$0.40                             |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | 15/07/2009                           |  |                                  |                                    |  |  |
| 2.   |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                               |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |  |                                  |                                    |  |  |
| Subscription price                                   |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |  |                                  |                                    |  |  |
| 3.   |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                               |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |  |                                  |                                    |  |  |
| Subscription price                                   |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |  |                                  |                                    |  |  |
| 4.   |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                               |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |  |                                  |                                    |  |  |
| Subscription price                                   |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |  |                                  |                                    |  |  |
| Total C. (Ordinary shares)                           |                                      |  |                                  |                                    | 50,000,000   |  |
| (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. _____<br>_____<br>_____<br>(    /    /    )<br>shares ( <i>Note 1</i> )                              |  |   |
| 2. _____<br>_____<br>_____<br>(    /    /    )<br>shares ( <i>Note 1</i> )                              |  |   |
| 3. _____<br>_____<br>_____<br>(    /    /    )<br>shares ( <i>Note 1</i> )                              |  |   |
| Total D. (Ordinary shares)  | N/A  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

## 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<br>(Note 1)    | N/A<br>( / / ) |  |   |
|                 |                                 | Issue and allotment date : (dd/mm/yyyy) | ( / / )        |  |   |
|                 |                                 | EGM approval date: (dd/mm/yyyy)         |                |  |   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable<br>(Note 1)    | N/A<br>( / / ) |  |   |
|                 |                                 | Issue and allotment date : (dd/mm/yyyy) | ( / / )        |  |   |
|                 |                                 | EGM approval date: (dd/mm/yyyy)         |                |  |   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable<br>(Note 1)    | N/A<br>( / / ) |  |   |
|                 |                                 | Issue and allotment date : (dd/mm/yyyy) | ( / / )        |  |   |
|                 |                                 | EGM approval date: (dd/mm/yyyy)         |                |  |   |
| 4. Bonus issue  |                                 | Class of shares issuable<br>(Note 1)    | N/A<br>( / / ) |  |   |
|                 |                                 | 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                 | <div> <div>Class of shares issuable<br/>(Note 1)</div> <div>N/A</div> <div>( / / )</div> </div> <div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>( / / )</div> </div> <div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> </div>                |  |   |
| 6.            | Repurchase of shares |   | <div> <div>Class of shares repurchased (Note 1)</div> <div>N/A</div> <div>( / / )</div> </div> <div> <div>Cancellation date :<br/>(dd/mm/yyyy)</div> <div>( / / )</div> </div> <div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> </div>                    |  |   |
| 7.            | Redemption of shares |   | <div> <div>Class of shares redeemed (Note 1)</div> <div>N/A</div> <div>( / / )</div> </div> <div> <div>Redemption date :<br/>(dd/mm/yyyy)</div> <div>( / / )</div> </div> <div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> </div>                         |  |   |
| 8.            | Consideration issue  | At price : State currency <u>HKD 0.50</u> | <div> <div>Class of shares issuable<br/>(Note 1)</div> <div>Ordinary</div> </div> <div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>(21/10/2009)</div> </div> <div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> <div>(16/10/2009)</div> </div> | <u>200,000,000</u>   | <u>0</u>  |



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 |
|-------------------------------|---|--|---|
| 9. Capital reorganisation     | Class of shares issuable<br>(Note 1)    | N/A<br>( / / )   |   |
|                               | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                               | EGM approval date:<br>(dd/mm/yyyy)      |  |   |
| 10. Other<br>(Please specify) | Class of shares issuable<br>(Note 1)    | N/A<br>( / / )   |   |
|                               | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                               | EGM approval date:<br>(dd/mm/yyyy)      |  |   |
| Total E. (Ordinary shares)    |   | 200,000,000  |   |
| (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) | 250,000,000 |
|  | (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):

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Submitted by: Cheung Kwok Yu

Title: Director  
(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.*