

## Monthly Return of Equity Issuer on Movements in Securities

### For the month ended (dd/mm/yyyy) : \_\_\_\_28/02/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Celestial Asia Securities Holdings Limited
Date Submitted	03/03/2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1049</u> Descrip	otion : <u>N/A</u>		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	30,000,000,000	0.01	300,000,000
Increase/(decrease)	0		0
Balance at close of the month	30,000,000,000	0.01	300,000,000
(2) Stock code : <u>N/A</u> Descrip	otion :		
	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 :	N/A	Descrip	otion :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding r	month			
Increase/(decrease)					
Balance at close of t	he month				

#### 3. Other Classes of Shares

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

Total authorised share capital at the end of the month (HK\$) : 300,000,000

II. Movements in Issued Share Capital			I of Main Dould and	
	No. of ordina	ry shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	3,090,222,585	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	3,090,222,585	N/A	N/A	N/A

# III. Details of Movements in Issued Share Capital

Share Options (under Particulars of share	•				No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement du	iring the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise price:	Grunteu	Encicised	Cuncented	Lupsed	0	61,200,000
HK\$0.0942,						- , - ,
Share option						
scheme adopted						
on ( 19/02/2002 )						
Ordinary shares						
(Note 1)						
2. Exercise price:					0	156,000,000
HK\$0.1667,						, ,
Share option						
scheme adopted						
on (19/02/2002)						
Ordinary shares						
(Note 1)						
3. Exercise price:					0	30,000,000
HK\$0.8600,						
Share option						
scheme adopted						
on (19/02/2002)						
Ordinary shares						
(Note 1)						
		r	Fotal A. (Ord	inary shares)	0	
				rence shares)	N/A	
				(Other class)	N/A	
Total funds raised du	ing the mon	th from exercise		. ,		
options (State currence				0		

Warrants to Issue Shares of the Is	suer which are t	o be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal v close o preceding	of d	Exercised luring 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
<u>1. N/A</u>	-						
	-						
	·				·		<u> </u>
( / / ) Stock code (if listed) Class of shares issuable (Note 1)							
Subscription price							
EGM approval date							
(if applicable) (dd/mm/yyyy)	( 1 )	)					
2.	( / /	)					
	-						
	-						
( / / )							
Stock code (if listed)							
Class of shares issuable (Note 1)							
Subscription price							
EGM approval date (if applicable)	( ) )	)					
(dd/mm/yyyy) 3.	( / /	)					
5.	-						
	-						
( / / ) 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 B	. (Ordi	nary shares)	N/A	
					ence shares)	N/A	-
					Other class)	N/A	

For Main Board and GEM listed issuers

Class and description	Currency of amount	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. Convertible note	outstanding HK\$	28,243,000	0	28,243,000	0	339,051,615
Conversion period: 17/08/2009 - 31/12/2011		20,213,000	Ū	20,215,000	0	557,051,015
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date	Ordinary shares HK\$0.0833	·				
(if applicable) (dd/mm/yyyy)) 2. N/A	( 12/02/2009 )					
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)	( / / )					
<u>4.</u>						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )		Total C (Ordi	now chores)	0	
				nary snares) ence shares) Other class)	0 N/A N/A	

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

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. <u>N/A</u> ( / / )		
shares (Note 1)		
2		
	-	
shares (Note 1)		
3		
shares (Note 1)	•	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

1. Rights issue       At price : State currency       Class of shares issuable (Note 1) $N/\Delta$ (State 1)         2. Open offer       At price : State currency       Class of shares issuable (Note 1) $N/\Delta$ (State 1)         2. Open offer       At price : State currency       Class of shares issuable (Note 1) $N/\Delta$ (State 1)         3. Placing       At price : State currency       Class of shares issuable (Note 1) $N/\Delta$ (State : (dd/mm/yyyy)         4. Bonus issue       Class of shares issuable currency $N/\Delta$ (Note 1) $N/\Delta$ (State : (dd/mm/yyyy)         4. Bonus issue       Class of shares issuable currency $N/\Delta$ (Note 1) $N/\Delta$ (State : (dd/mm/yyyy)         4. Bonus issue       Class of shares issuable currency $N/\Delta$ (State : (dd/mm/yyyy) $N/\Delta$ (Note 1)		Type of Issue	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
1. Ngins issue       At price : currency $date : (dd/mm/yyyy)$ EGM approval date:       ( / / )         (dd/mm/yyyy) $(// / )$ 2. Open offer       At price : State         2. Open offer       At price : State         (dd/mm/yyyy)       Issue and allotment         (dd/mm/yyyy) $(// / )$ Beam       Class of shares issuable         (dd/mm/yyyy) $(// / )$ Class of shares issuable $N/A$ (dd/mm/yyyy) $(// / )$ Beam       Class of shares issuable         N/A       N/A         (dd/mm/yyyy) $(// / )$ Class of shares issuable $N/A$ (dd/mm/yyyy) $(// / )$ GGM approval date: $(// / )$ (dd/mm/yyyy) $(// / )$ EGM approval date: $(// )$ (Note 1)       Issue and allotment         (Note 1)       Issue and allotment					<u>N/A</u>			
2. Open offer       At price : State currency       Class of shares issuable (Note 1) $\underline{N}\Delta$ (State 1)         2. Open offer       At price : State currency       Issue and allotment (Md/mm/yyyy) $(//)$ 3. Placing       At price : State currency       Class of shares issuable (Note 1) $\underline{N}\Delta$ (Note 1)         3. Placing       At price : State currency       Issue and allotment (Md/mm/yyyy) $(//)$ 4. Bonus issue       Class of shares issuable (Note 1) $\underline{N}\Delta$ (Note 1)         4. Bonus issue       Issue and allotment (Note 1) $(//)$ 4. Bonus issue       Issue and allotment (Note 1) $(//)$	1.	Rights issue	At price : State		( / /	)		
2. Open offer       At price : State currency       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)       N/A         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy) $(// / )$ EGM approval date: (dd/mm/yyyy) $(// )$ EGM approval date: (dd/mm/yyyy) $(// )$ 4. Bonus issue       Issue and allotment (Note 1) $(// )$ Issue and allotment (Note 1) $(// )$ 4. Bonus issue       Issue and allotment (Note 1) $(// )$ Issue and allotment (Note 1) $(// )$ EGM approval date: $(// )$ Issue and allotment (ate : (dd/mm/yyyy) $(// )$ EGM approval date: $(// )$ Issue and allotment (ate : (dd/mm/yyy) $(// )$				EGM approval date: (dd/mm/yyyy)	( / /	)		
2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date: (dd/mm/yyyy)       ( / / )       EGM approval date: ( / / )					<u>N/A</u>			
3. Placing       At price : State currency       Issue and allotment (// )         Bonus issue       Class of shares issuable (Mote 1)       N/A         Class of shares issuable currency       Issue and allotment (// )       Issue and allotment (// )         Class of shares issuable currency       Class of shares issuable (Mote 1)       Issue and allotment (// )         Class of shares issuable currency       Issue and allotment (// )       Issue (dd/mm/yyyy)         EGM approval date:       N/A       Issue and allotment (// )         EGM approval date:       (// )       Issue and allotment (// )         EGM approval date:       (// )       Issue and allotment (// )	2.	Open offer	At price : State	Issue and allotment	( / /	)		
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: (dd/mm/yyyy) $(///)$ 4. Bonus issue       Class of shares issuable (Note 1)       N/A         Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: $(///)$					( / /	)		
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: (dd/mm/yyyy) $(///)$ 4. Bonus issue       Class of shares issuable (Note 1)       N/A         Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: $(///)$								
3. The hig       currency       date : (dd/mm/yyyy) $(///)$ EGM approval date: $(///)$ $(///)$ (dd/mm/yyyy)       Class of shares issuable       N/A         (Note 1)       Issue and allotment $(///)$ 4. Bonus issue       Issue and allotment $(///)$ EGM approval date: $(///)$					<u>N/A</u>			
Class of shares issuable       N/A         (Note 1)       Issue and allotment         4. Bonus issue       Issue and allotment         date : (dd/mm/yyyy)       EGM approval date:	3.	Placing			( / /	)		
4. Bonus issue       Issue and allotment ( / / ) date : (dd/mm/yyyy)         EGM approval date:       ( / / )				EGM approval date: (dd/mm/yyyy)	( / /	)		
4. Bonus issue       Issue and allotment ( / / ) date : (dd/mm/yyyy)         EGM approval date:       ( / / )								
date : (dd/mm/yyyy)       EGM approval date:					<u>N/A</u>			
EGM approval date: ( / / ) (dd/mm/yyyy)	4.	Bonus issue			( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		

				For Mair	n Bo	bard and GEM	No. of new
	Type of Issue					shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable (Note 1)	<u>N/A</u>			
5.	Scrip dividend	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares repurchased ( <i>Note 1</i> )	<u>N/A</u>			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares redeemed ( <i>Note 1</i> )	<u>N/A</u>			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )	<u>N/A</u>			
8.	Consideration issue	At price : State	- Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue			For Main E	Board and GEM No. of new shares of issuer issued during the month pursuant thereto	listed issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuat (Note 1)	ole <u>N/A</u>		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )	)	
			EGM approval date: (dd/mm/yyyy)	( / / )	)	
			Class of shares issuat (Note 1)	ole <u>N/A</u>		
10.	Other (Please specify) At pr	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / / )	)	
			EGM approval date: (dd/mm/yyyy)	( / / )	)	
			Total E.	(Ordinary sha (Preference sha (Other cl	res) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0				
	(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):

Submitted by: Luke Wing Sheung Suzanne

Title: <u>Company secretary</u> (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.