

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : _______30/11/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Net2Gather (China) Holdings Limited
Date Submitted	05/12/2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1049</u> Descri	ption : <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> Descri	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			

2. Preference Shares

Stock code : N/A	Description :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of precedin	g month		
Increase/(decrease)			
Balance at close of the mont	h		

3. Other Classes of Shares

Stock code : <u>N/A</u> Descrij	otion :		
	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

No. of ordinary shares [(1) (2)		No of preference	No. of other classes
		shares	of shares
3,694,318,577	N/A	N/A	N/A
0	N/A	N/A	<u>N/A</u>
2 (01 210 577		NT/A	27/4
3,694,318,577	N/A	N/A	N/A
	(1)	(1) (2) 3,694,318,577 N/A 0 N/A	(1) (2) N/A 3,694,318,577 N/A N/A 0 N/A N/A

III. Details of Movements in Issued Share Capital

Share Options (under Particulars of share option scheme including EGM		in senemes of t			No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement d	uring the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise price:				*	0	156,000,000
HK\$0.1667,						
Share option						
scheme adopted						
on (19/02/2002)						
Ordinary shares						
(Note 1)						
2. Exercise price:					0	30,000,000
HK\$0.8600,						
Share option						
scheme adopted						
on (19/02/2002)						
Ordinary shares						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
			Total A. (Ord		0	
				rence shares)	N/A	
				(Other class)	N/A	
Total funds raised du		th from exercis	e of	0		
options (State curren	cy)			0		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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
<u>1. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/www.fermer)					
(dd/mm/yyyy)	(/ /)				
(/ /) 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)	(/ /)				
	Tota	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	

Convertibles (i.e. Convertible in	nto Shares of the Is	ssuer which are to	be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	Issued 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 and (if listed)						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price						
(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)					. <u></u>	
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. (Ordin	ary charge)	N/A	
				nce shares)	N/A 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. <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	

	Other Movements	in Issued Share Capital	
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	Type of Issue	ssued 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
			Class of shares issuable (<i>Note 1</i>)	<u>N/</u> .	<u>A</u>		
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	<u>N/</u>	A		
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	<u>N/</u> .	A		
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	<u>N/</u>	<u>A</u>		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

				Fc	or Main	Bo	oard and GEM list	
	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	issuer which may
			Class of shares issuable (<i>Note 1</i>)		<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 currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

				For Main E	Board and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may
	Type of Issue					the month
	2.		Class of shares issuab (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 issuab (Note 1)	ole <u>N/A</u>		
10.	Other (Please specify)	At price : State		(/ /))	
			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.