

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended $(dd/mm/yyyy)$: | 31/07/2012 | | |
|---------------------------------------|------------------------|----------------------------------|---|
| To: Hong Kong Exchanges and Clearing | ng Limited | | |
| Name of Issuer Net2Ga | ther (China) Holding | s Limited | |
| Date Submitted 01/08/2 | 012 | | |
| I. Movements in Authorised Share Capi | tal | | |
| 1. Ordinary Shares | | | |
| (1) Stock code : 1049 Descri | ption: N/A | | |
| | 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 : N/A Descri | ption: | | |
| | 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 | | | |

300,000,000

| 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 preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |
| 3. Other Classes of Shares | | | |
| Stock code : N/A Descrip | 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\$):

II. Movements in Issued Share Capital

| | No. of ordina | ry shares | No of preference | e No. of other classes | |
|---------------------------------------|---------------|-----------|------------------|------------------------|--|
| | (1) (2) | | shares | of shares | |
| | | | | | |
| Balance at close of preceding month | 3,694,318,577 | N/A | N/A | N/A | |
| | | | | | |
| Increase/ (decrease) during the month | 0 | N/A | N/A | N/A | |
| | | | | | |
| Balance at close of the month | 3,694,318,577 | 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 shares of No. of new shares of Particulars of share option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto approval date as at close of the month thereto Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Exercise price: 30,000,000 HK\$0.8600, Share option scheme adopted on (19/02/2002) Ordinary shares (Note 1) 2. N/A shares (Note 1) shares (Note 1) Total A. (Ordinary shares) (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency)

| Warrants to Issue Shares of the Is | ssuer which are to | be Listed | | | | | |
|---|-------------------------------------|--|--------|-----------|---|--|--|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of N nominal value p | Jominal value close of preceding mon | du | | 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 (Note 1) Subscription price | | | | | | | |
| EGM approval date | | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| 4. | _ | , | | | | | |
| | _ | | | | | | |
| (/ /) | | | | | | | <u> </u> |
| Stock code (if listed) Class of shares issuable (Note 1) | | | _ | | | | |
| Subscription price | | | _ | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| | | To | tal B. | (Ordina | ry shares) | N/A | _ |
| | | | | (Preferen | ce shares) | N/A | - |
| | | | | (O | ther class) | 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 code (if listed) Class of shares | | | | | | |
| issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy)) | (/ /) | · | | | | |
| 2. | | | | | | |
| | _ | | | | | |
| | <u> </u> | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| <u>3.</u> | | | | | | |
| | _ | | | | | |
| | <u> </u> | | | | | |
| 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 (<i>Note 1</i>) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | Total C. (Ordin | ary shares) | N/A | |
| | | | (Preferen | nce shares) | N/A | . |
| | | | (C | Other class) | N/A | |

For Main Board and GEM listed issuers

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| 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. N/A | | |
| (/ /) | 1 | |
| shares (Note 1) | | |
| | | |
| 2. | | |
| | 1 | |
| _ | 1 | |
| | 1 | |
| shares (Note 1) | 1 | |
| | | |
| 3. | | |
| | 1 | |
| | | |
| | | |
| shares (Note 1) | 1 | |
| | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |
| (************************************** | 1 1/11 | |
| | 1 | |

| | ier Movements in | Issued Share Capital | | | | | |
|----|------------------|---------------------------|---|------------|---|--|---------------------------------------|
| | | | | | | No. of new shares of issuer issued during the month pursuant thereto | pursuant thereto as at close of |
| | Type of Issue | | | | | | the month |
| | | | Class of shares issuable (Note 1) | N/A | | | |
| 1. | Rights issue | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 2. | Open offer | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |
| | | | 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) | (/ / |) | | |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |

For Main Board and GEM listed issuers No. of new No. of new shares of issuer shares of issued during issuer which may the month pursuant thereto be issued pursuant thereto as at close of the month Type of Issue N/A Class of shares issuable (*Note 1*) (///)At price : State currency -Issue and allotment 5. Scrip dividend date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A Class shares of repurchased (Note 1) (/ /) 6. Repurchase of Cancellation date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A Class shares of redeemed (Note 1) 7. Redemption of (/ /) Redemption date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) 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)

(/ /)

For Main Board and GEM listed issuers No. of new No. of new shares of issuer shares of issued during issuer which may the month pursuant thereto be issued pursuant thereto as at close of the month Type of Issue N/A Class of shares issuable (*Note 1*) (/ /) Capital Issue and allotment reorganisation date: (dd/mm/yyyy) (//)EGM approval date: (dd/mm/yyyy) N/A Class of shares issuable (*Note 1*) At price : State currency 10. Other (/ /) Issue and allotment (Please specify) date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Total E. (Ordinary shares) N/A (Preference shares) N/A N/A (Other class) 0 Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)N/A(2) Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): N/A

N/A

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

| Rema | rks (if any): |
|--------|--|
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| | |
| | |
| | |
| Subm | itted by: Luke Wing Sheung Suzanne |
| Title: | Company secretary |
| | (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.