



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Net2Gather (China) Holdings Limited

Date Submitted 04/07/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 1049 Description : N/A

| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|------------------------|------------------|---------------------------------|
| Balance at close of preceding month | <u>30,000,000,000</u> | <u>0.01</u> | <u>300,000,000</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>30,000,000,000</u> | <u>0.01</u> | <u>300,000,000</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 | _____ | _____ | _____ |

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 (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. | | | | | | |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ 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 | 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. | | | | | | |
| 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) (/ /) | | | | | | |
| 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. (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 |
|---|--|---|
| 1. N/A (/ /) shares (<i>Note 1</i>) | | |
| 2. _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| 3. _____ _____ (/ /) 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

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

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 (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 6. Repurchase of shares | | Class of shares repurchased (Note 1) <u>N/A</u> Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 7. Redemption of shares | | Class of shares redeemed (Note 1) <u>N/A</u> Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 8. Consideration issue | At price : State currency _____ | Class of shares issuable (Note 1) <u>N/A</u> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |

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 (Note 1) | <u>N/A</u> | |
| | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | (/ /) | |
| 10. Other (Please specify) | At price : State currency _____ | | |
| | Class of shares issuable (Note 1) | <u>N/A</u> | |
| | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | (/ /) | |
| Total E. | | (Ordinary shares) | <u>N/A</u> |
| | | (Preference shares) | <u>N/A</u> |
| | | (Other class) | <u>N/A</u> |

| | | |
|---|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>0</u> |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> | | |

