

#### Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31 /05/ 2012 |
|------------------------------------|--------------|
|                                    |              |

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Gayety Holdings Limited |
|----------------|-------------------------|
| Date Submitted | 01 / 06/ 2012           |

### I. Movements in Authorised Share Capital

1. Ordinary Shares

| (1) Stock code : <u>8179</u> Descrip | ption : Gayety Hldgs   |                                  |   |  |  |
|--------------------------------------|------------------------|----------------------------------|---|--|--|
|                                      | No. of ordinary shares | Par value<br>(HK\$)              | Authorised share<br>capital<br>(HK\$)           |  |  |
| Balance at close of preceding month  | 10,000,000,000         | 0.001                            | 10,000,000.00                                   |  |  |
| Increase/(decrease)                  | Nil                    |                                  | Nil   |  |  |
| Balance at close of the month        | 10,000,000,000         | 0.001                            | 10,000,000.00                                   |  |  |
| (2) Stock code : <u>N/A</u> Descrip  | otion :                | L                                |   |  |  |
|                                      | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |  |  |
| Balance at close of preceding month  |                        |                                  |   |  |  |
| Increase/(decrease)                  |                        |                                  |   |  |  |
|                                      |                        |                                  |   |  |  |

# 2. Preference Shares

| Stock code :        | Stock code : <u>N/A</u> Descrip |                         | Ň                                     | J/A   |
|---------------------|---------------------------------|-------------------------|---------------------------------------|---|
|                     |                                 | No. of prefer<br>shares | Par value<br>ence (State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of | preceding 1                     | nonth                   |                                       |   |
| Increase/(decrease) |                                 |                         |                                       |   |
|                     |                                 |                         |                                       |   |
| Balance at close of | the month                       |                         |                                       | <u> </u>  |

#### 3. Other Classes of Shares

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

Total authorised share capital at the end of the month (HK\$): 10,000,000.00

## II. Movements in Issued Share Capital

|                         | No. of ordin  | nary shares | No of preference | No. of other classes |
|-------------------------|---------------|-------------|------------------|----------------------|
|                         | (1)           | (2)         | shares           | of shares            |
| Balance at close of     |               |             |                  |                      |
| preceding month         | 3,200,000,000 | N/A         | N/A              | N/A                  |
| Increase/ (decrease)    |               |             |                  |                      |
| during the month        | N/A           | N/A         | N/A              | N/A                  |
| Balance at close of the |               |             |                  |                      |
| month                   | 3,200,000,000 | N/A         | N/A              | N/A                  |
|                         |               |             |                  |                      |

III. Details of Movements in Issued Share Capital

| Share Options (under  | Share Option              | Schemes of the | Issuer)   |        |   |  |
|---|---------------------------|----------------|-----------|--------|---|--|
| Particulars of share<br>option scheme<br>including EGM<br>approval date | Movement during the month |                |           |        | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at |
| (dd/mm/yyyy) and<br>class of shares<br>issuable                         | Granted                   | Exercised      | Cancelled | Lapsed |   | close of the<br>month  |
| Share Option  | Gruntea                   | Literensea     | Cuncented | Lupsed |   |  |
| Scheme  |                           |                |           |        |   |  |
| approved at the   |                           |                |           |        |   |  |
| EGM on  |                           |                |           |        |   |  |
| (09/12 /2011 )  |                           |                |           |        |   |  |
| ordinary shares   | Nil                       | Nil            | Nil       | Nil    | Nil   | Nil  |
| (Note 1)  |                           |                |           |        |   |  |
| (///)<br>shares   |                           |                |           |        |   |  |
| (Note 1)  |                           |                |           |        |   |  |
| ( / / )<br>shares<br>(Note 1)   |                           |                |           |        |   |  |
|   |                           |                |           |        |   |  |

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share<br>option scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable |               | Movement durir   | ng the month  |              | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------|------------------|---------------|--------------|---|---|
|  | Granted       | Exercised        | Cancelled     | Lapsed       |   |   |
| <u>N/A</u>   |               |                  |               |              |   |   |
|  |               |                  |               |              |   |   |
| ( / / )  |               |                  |               |              |   |   |
| (Note 1)   |               |                  |               |              |   |   |
|  |               |                  |               |              |   |   |
|  |               |                  |               |              |   |   |
| ( / / )  |               |                  |               |              |   |   |
| (Note 1)   |               |                  |               |              |   |   |
| (11010 1)  |               |                  |               |              |   |   |
|  |               | To               | tal A. (Ordin | ary shares)  | N/A   |   |
|  |               |                  | (Prefere      | nce shares)  | N/A   |   |
|  |               |                  | -             | Other class) | N/A   |   |
| Total funds raised dur options (HK\$)  | ing the month | from exercise of | 2             | N/A          |   |   |
| L \ '/   |               |                  |               |              |   |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of Nominal value<br>nominal close of<br>value preceding mor | during the                     | 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 |
|--|--|--------------------------------|--|--|--|
| <u>1. N/A</u>  |  |                                |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>2. | ( / / )  |                                |  |  |  |
| ( / / )   Stock code (if listed)   Class of shares   issuable (Note 1)   Subscription price   EGM approval date   (if applicable)   (dd/mm/yyyy)   3.                  | ( / / )  |                                |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>4. | ( / / )  |                                |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)       | <br>( / / _)<br>T  | <br>Total B. (Ordi<br>(Prefere | nary shares)<br>ence shares)<br>Other class) | N/A<br>N/A   |  |

#### For Main Board and GEM listed issuers

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

| 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 | 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 |
|--|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| <u>1. N/A</u>                                    |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                           |                                      |  |                                  |                                    |  |  |
| Class of shares                                  |                                      |  |                                  |                                    |  |  |
| issuable (Note 1)                                |                                      |  |                                  |                                    |  |  |
| Subscription price                               |                                      |  |                                  |                                    |  |  |
| (if applicable)                                  |                                      |  |                                  |                                    |  |  |
| (dd/mm/yyyy))                                    | ( / / )                              |  |                                  |                                    |  |  |
| 2.   |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                           |                                      |  |                                  |                                    |  |  |
| Class of shares                                  |                                      |  |                                  |                                    |  |  |
| issuable ( <i>Note 1</i> )<br>Subscription price |                                      |  |                                  |                                    |  |  |
| EGM approval date                                |                                      |  |                                  |                                    |  |  |
| (if applicable)                                  |                                      |  |                                  |                                    |  |  |
| (dd/mm/yyyy)<br>3.                               | ( / / )                              |  |                                  |                                    |  |  |
| 3.   |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                           |                                      |  |                                  |                                    |  |  |
| Class of shares issuable ( <i>Note 1</i> )       |                                      |  |                                  |                                    |  |  |
| Subscription price                               |                                      |  |                                  |                                    |  |  |
| EGM approval date                                |                                      |  |                                  |                                    |  |  |
| (if applicable)<br>(dd/mm/yyyy)                  | ( / / )                              |  |                                  |                                    |  |  |
| 4.   | ( / / )                              |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
|  |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)                           |                                      |  |                                  |                                    |  |  |
| issuable (Note 1)                                |                                      |  |                                  |                                    |  |  |
| Subscription price                               |                                      |  |                                  |                                    |  |  |
| EGM approval date (if applicable)                |                                      |  |                                  |                                    |  |  |
| (dd/mm/yyyy)                                     | ( / / )                              |  |                                  |                                    |  |  |
|  |                                      |  | Total C. (Ordin                  |                                    | N/A  | _  |
|  |                                      |  |                                  | ence shares)                       | N/A  | -  |
|  |                                      |  | ((                               | Other class)                       | N/A  | -  |

| Full particulars including EGM approval date (dd/mm/yyyy),<br>if applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>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)<br>(Other class)   | N/A<br>N/A  |  |
| (Other class)  |   |  |

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

Other Movements in Issued Share Capital

|    | Type of Issue | Issued Share Capital |  |       |   | 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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|----------------------|--|-------|---|--|---|
|    |               |                      | Class of shares issuable                   |       |   |  |   |
| 1. | Rights issue  | At price : State     | (Note 1)<br>Issue and allotment            | ( / / | ) |  |   |
| 1. | Kights issue  | At price currency    | date : (dd/mm/yyyy)<br>EGM approval date:  | ( / / | ) |  |   |
|    |               |                      | (dd/mm/yyyy)                               |       | , | N/A  | N/A   |
|    |               |                      | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 2. | Open offer    | At price : State     | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                      | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A  | N/A   |
|    |               |                      |  |       |   |  |   |
|    |               |                      | Class of shares issuable (Note 1)          |       |   |  |   |
| 3. | Placing       | At price : State     | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                      | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A  | N/A   |
|    |               |                      |  |       |   |  |   |
|    |               |                      | Class of shares issuable (Note 1)          |       |   |  |   |
| 4. | Bonus issue   |                      | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                      | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A  | N/A   |
|    |               |                      |  |       |   |  |   |

|    |   | For M   | Aain | Boa | rd an | d GEM listed issuers   |   |  |  |  |
|----|---|---|------|-----|-------|--|---|--|--|--|
|    | Type of Issue                                 |   |      |     |       | 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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |  |  |  |
|    |   |   |      |     |       |  |   |  |  |  |
|    |   | Class of shares issuable ( <i>Note 1</i> )    |      |     |       |  |   |  |  |  |
| 5. | Scrip dividend At price : State currence      | Issue and allotment<br>date : (dd/mm/yyyy)    | (    | / / | )     |  |   |  |  |  |
|    |   | EGM approval date:                            | (    | / / | )     |  |   |  |  |  |
|    |   | (dd/mm/yyyy)                                  |      |     |       | N/A  | N/A   |  |  |  |
|    |   | Class of shares repurchased ( <i>Note 1</i> ) |      |     |       |  |   |  |  |  |
| 6. | Repurchase of shares                          | Cancellation date :<br>(dd/mm/yyyy)           | (    | / / | )     |  |   |  |  |  |
|    |   | EGM approval date:<br>(dd/mm/yyyy)            | (    | / / | )     | N/A  | N/A   |  |  |  |
|    |   |   |      |     |       |  |   |  |  |  |
|    |   | Class of shares redeemed ( <i>Note 1</i> )    |      |     |       |  |   |  |  |  |
| 7. | Redemption of shares                          | Redemption date :<br>(dd/mm/yyyy)             |      | / / |       |  |   |  |  |  |
|    |   | EGM approval date:<br>(dd/mm/yyyy)            | (    | / / | )     |  |   |  |  |  |
|    |   |   |      |     |       | N/A  | N/A   |  |  |  |
|    |   | Class of shares issuable (Note 1)             |      |     |       |  |   |  |  |  |
| 8. | Consideration issue At price : State currence | Issue and allotment<br>date : (dd/mm/yyyy)    | (    | / / | )     |  |   |  |  |  |
|    |   | EGM approval date:<br>(dd/mm/yyyy)            | (    | / / | )     |  |   |  |  |  |
|    |   | × •••••/                                      |      |     |       | N/A  | N/A   |  |  |  |
|    |   |   |      |     |       |  |   |  |  |  |

|  | For Main Board an   | and GEM listed issuers  |  |  |  |
|--|---|---|--|--|--|
| Type of Issue  |   | No. of new<br>shares ofNo. of new<br>shares ofissuer issued<br>during the<br>monthissuer which<br>may be<br>issued<br>pursuant<br>theretothereto<br>theretoissued<br>pursuant<br>thereto as at<br>close of the<br>month |  |  |  |
|  | Class of shares issuable( <i>Note 1</i> )                 |   |  |  |  |
| 9. Capital reorganisation                                  | Issue and allotment ( / / )<br>date : (dd/mm/yyyy)        |   |  |  |  |
|  | EGM approval date: (///)<br>(dd/mm/yyyy)                  |   |  |  |  |
|  |   | <u>N/A</u> <u>N/A</u>   |  |  |  |
|  | Class of shares issuable( <i>Note 1</i> )                 |   |  |  |  |
| 10. Other<br>(Please specify) At price : State<br>currency | - Issue and allotment ( / / )<br>date : (dd/mm/yyyy)      |   |  |  |  |
|  | EGM approval date: ( / / )<br>(dd/mm/yyyy)                | N/A N/A   |  |  |  |
|  | Total E. (Ordinary shar<br>(Preference shar<br>(Other cla | es) N/A   |  |  |  |

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

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.