



香港交易所

Monthly Return of Equity Issuer on Movements in Securities**For the month ended (dd/mm/yyyy) :** 30/11/2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer UPBEST GROUP LIMITEDDate Submitted 2nd December 2010**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 0335 Description : Ordinary Shares

| | No. of ordinary shares | Par value (HKD) | Authorised share capital (HKD) |
|-------------------------------------|---------------------------|--------------------|--------------------------------------|
| Balance at close of preceding month | <u>3,000,000,000</u> | <u>0.01</u> | <u>30,000,000.00</u> |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | <u>3,000,000,000</u> | <u>0.01</u> | <u>30,000,000.00</u> |

(2) Stock code : _____ 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 | _____ | _____ | _____ |

2. Preference Shares

| | | | |
|-------------------------------------|--------------------------|--|---|
| Stock code : | Description : | | |
| | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (*HKD*) : **30,000,000.00**

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>1,341,158,379</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>Nil</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>1,341,158,379</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|-----------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | Nil | Nil |
| (Note 1) | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | Nil | Nil |
| (Note 1) | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | Nil | Nil |
| (Note 1) | | | | | | |
| Total A. (Ordinary shares) | | | | | Nil | |
| (Preference shares) | | | | | Nil | |
| (Other class) | | | | | Nil | |
| Total funds raised during the month from exercise of options (State currency) | Nil | | | | | |

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

| Description of warrants (Date of expiry - dd/mm/yyyy) | | | | | 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 |
|--|--|--|--|--|--|--|
| Currency of nominal value | | | | | Nominal value at close of the month | Exercised during the month |
| 1. Nil | | | | | | |
| | | | | | Nil | Nil |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | Nil | |
| Class of shares issuable (<i>Note 1</i>) | | | | | Nil | |
| Subscription price | | | | | Nil | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | (/ /) | |
| 2. Nil | | | | | | |
| | | | | | Nil | Nil |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | Nil | |
| Class of shares issuable (<i>Note 1</i>) | | | | | Nil | |
| Subscription price | | | | | Nil | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | (/ /) | |
| 3. Nil | | | | | | |
| | | | | | Nil | Nil |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | Nil | |
| Class of shares issuable (<i>Note 1</i>) | | | | | Nil | |
| Subscription price | | | | | Nil | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | (/ /) | |
| 4. Nil | | | | | | |
| | | | | | Nil | Nil |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | Nil | |
| Class of shares issuable (<i>Note 1</i>) | | | | | Nil | |
| Subscription price | | | | | Nil | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | (/ /) | |
| Total B. | | | | | (Ordinary shares) | Nil |
| | | | | | (Preference shares) | Nil |
| | | | | | (Other class) | Nil |

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 | 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. Nil | | | | | Nil | Nil |
| Stock code (if listed) | Nil | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Nil | | | | | |
| Subscription price | Nil | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 2. Nil | | | | | Nil | Nil |
| Stock code (if listed) | Nil | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Nil | | | | | |
| Subscription price | Nil | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. Nil | | | | | Nil | Nil |
| Stock code (if listed) | Nil | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Nil | | | | | |
| Subscription price | Nil | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 4. Nil | | | | | Nil | Nil |
| Stock code (if listed) | Nil | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Nil | | | | | |
| Subscription price | Nil | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| Total C. (Ordinary shares) | | | | | Nil | |
| (Preference shares) | | | | | Nil | |
| (Other class) | | | | | Nil | |

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. Nil | | |
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Other Movements in Issued Share Capital

| 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 |
|-----------------|---------------------------------|--|--|--|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ Nil | _____ Nil |
| 2. Open offer | At price : State currency _____ | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ Nil | _____ Nil |
| 3. Placing | At price : State currency _____ | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ Nil | _____ Nil |
| 4. Bonus issue | | Class of shares issuable _____ (Note 1) | Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ Nil | _____ Nil |

For Main Board and GEM listed issuers

| | | | | 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 | | | | | |
| 5. | Scrip dividend | At price : State currency | <div>_____</div> <div>Class of shares issuable _____ (Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy) (/ /)</div> <div>EGM approval date: (dd/mm/yyyy) (/ /)</div> | <div>_____ Nil</div> | <div>_____ Nil</div> |
| 6. | Repurchase of shares | | <div>Class of shares repurchased (Note 1) _____</div> <div>Cancellation date : (dd/mm/yyyy) (/ /)</div> <div>EGM approval date: (dd/mm/yyyy) (/ /)</div> | <div>_____ Nil</div> | <div>_____ Nil</div> |
| 7. | Redemption of shares | | <div>Class of shares redeemed (Note 1) _____</div> <div>Redemption date : (dd/mm/yyyy) (/ /)</div> <div>EGM approval date: (dd/mm/yyyy) (/ /)</div> | <div>_____ Nil</div> | <div>_____ Nil</div> |
| 8. | Consideration issue | At price : State currency | <div>_____</div> <div>Class of shares issuable _____ (Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy) (/ /)</div> <div>EGM approval date: (dd/mm/yyyy) (/ /)</div> | <div>_____ Nil</div> | <div>_____ Nil</div> |

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

| | | |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | Nil |
| | (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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

Submitted by: CHENG Wai Ling, Annie

Title: Executive Director and 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.*