



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/01/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Neo Telemedia LimitedDate Submitted 5 February 2013**I. Movements in Authorised Share Capital****1. Ordinary Shares**

(1) Stock code :	<u>08167</u>	Description :	<u>Neo Telemedia</u>
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>4,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$400,000,000.00</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>4,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$400,000,000.00</u>
(2) Stock code :	<u>- -</u>	Description :	<u>- -</u>
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>		<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

## 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 (*State currency*) : **HK\$400,000,000.00**

## 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>2,326,920,793</u>	<u>--</u>	<u>--</u>	<u>--</u>
Increase/ (decrease) during the month	<u>Nil</u>	<u>--</u>	<u>--</u>	<u>--</u>
Balance at close of the month	<u>2,326,920,793</u>	<u>--</u>	<u>--</u>	<u>--</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.Exercise Price HK\$ 1.07						
Meeting approved (22/7/2002)						
Ordinary shares (Note 1)	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>97,000,000</u>
2. Share Option Scheme adopted at the AGM held on 19/12/2012						
Ordinary shares (Note 1)	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
3.Exercise Price HK\$						
Meeting approved ( / / )						
Ordinary shares (Note 1)						
			Total A.	(Ordinary shares)	<u>Nil</u>	
				(Preference shares)	<u>--</u>	
				(Other class)	<u>--</u>	
Total funds raised during the month from exercise of options (State currency)				<u>Nil</u>		

## 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. Unlisted Warrants at the						
Issue Price of HK\$0.01						
per warrant						
(Date of expiry - 4/12/2014)	HKD	108,000,000.00	Nil	108,000,000.00	Nil	200,000,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$0.54					
AGM approval date: (dd/mm/yyyy)	(16/12/2011)					
2. Unlisted Warrants at the						
Issue Price of HK\$0.05						
per warrant						
(Date of expiry - 20/12/2014)	HKD	149,860,000.00	Nil	149,860,000.00	Nil	254,000,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$0.59					
AGM approval date: (dd/mm/yyyy)	(16/12/2011)					
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) Nil						
(Preference shares)						
(Other class)						

## 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.						
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 C. (Ordinary shares)					Nil	
(Preference shares)					- -	
(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)

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>Proposed allotment and issue of 119,000,000 Consideration Shares at HK\$0.72 each at an aggregate value of HK\$85,680,000 under the Agreement dated 7 January 2013.</u> <u>For details, please refer to the announcement dated 7 January 2013</u> <u>AGM approval date : 19/12/2012</u> <u>Ordinary shares (Note 1)</u>	N/A	N/A
2. <u>Proposed issue of the Convertible Note in the principal amount of HK\$160,000,000 conferring rights to convert into the Conversion Shares at the conversion price of HK\$2.5 per Conversion Shares under the Agreement dated 7 January 2013.</u> <u>For details, please refer to the announcement dated 7 January 2013</u> <u>AGM approval date : 19/12/2012</u> <u>Ordinary shares (Note 1)</u>	N/A	N/A
3. <u>Proposed issue of an aggregate maximum of 173,310,000 Consideration Shares at the issue price of HK\$0.72 per Shares under the Acquisition Agreement dated 25 January 2013.</u> <u>For details, please refer to the announcement dated 25 January 2013</u> <u>AGM approval date : 19/12/2012</u> <u>shares (Note 1)</u>	N/A	N/A
<u>Total D. (Ordinary shares)</u>	--	
<u>(Preference shares)</u>	--	
<u>(Other class)</u>	--	

## 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	Class of shares issuable _____ (Note 1)	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	EGM approval date: (dd/mm/yyyy) ( / / )	_____
2.	Open offer	Class of shares issuable _____ (Note 1)	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	EGM approval date: (dd/mm/yyyy) ( / / )	_____
3.	Placing	Class of shares issuable _____ (Note 1)	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	EGM approval date: (dd/mm/yyyy) ( / / )	_____
4.	Bonus issue	Class of shares issuable _____ (Note 1)		Issue and allotment date : (dd/mm/yyyy) ( / / )	EGM approval date: (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
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>	_____	_____
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>	_____	_____
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>	_____	_____
8. Consideration issue	At price : State currency	<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>	_____	_____



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
9. Type of Issue Capital reorganisation	<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>		
10. Other (Please specify)	<div>At price : State currency _____</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>		
Total E. (Ordinary shares)		Nil	
(Preference shares)		- -	
(Other class)		- -	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	- -
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		- -
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").)		

Remarks (if any):

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Submitted by: Tricor Tengis Limited

Title: Branch Share Registrar  
(Director, Secretary or other duly authorised officer)

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*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.*