



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/05/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Global Digital Creations Holdings LimitedDate Submitted 01/06/2011**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 8271 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | <u>2,400,000,000</u>      | <u>HK\$0.01</u>                            | <u>HK\$24,000,000</u>                                    |
| Increase/(decrease)                 | <u>NIL</u>                |                                            | <u>NIL</u>                                               |
| Balance at close of the month       | <u>2,400,000,000</u>      | <u>HK\$0.01</u>                            | <u>HK\$24,000,000</u>                                    |

(2) Stock code : N/A Description : \_\_\_\_\_

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

## 2. Preference Shares

|                                     |                          |                                        |                                                       |
|-------------------------------------|--------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | <u>N/A</u>               |                                        |                                                       |
| Description :                       | <u></u>                  |                                        |                                                       |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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>                                               |

## 3. Other Classes of Shares

|                                     |                                |                                        |                                                       |
|-------------------------------------|--------------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | <u>N/A</u>                     |                                        |                                                       |
| Description :                       | <u></u>                        |                                        |                                                       |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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>                                               |

Total authorised share capital at the end of the month (*State currency*) :

**HK\$24,000,000**

## 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   | 1,295,255,540          | N/A | N/A                     | N/A                            |
| Increase/ (decrease) during the month | 0                      | N/A | N/A                     | N/A                            |
| Balance at close of the month         | 1,295,255,540          | 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 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.Share Option Scheme<br>Exercise Price:<br>HK\$2.75<br>(18/07/2003 )<br>Ordinary shares<br>(Note 1)     | NIL                       | NIL       | NIL       | NIL     | NIL                                                                  | 25,570,000                                                                                |
| 2. Share Option Scheme<br>Exercise Price:<br>HK\$0.87<br>(18/07/2003 )<br>Ordinary shares<br>(Note 1)    | NIL                       | NIL       | NIL       | 100,000 | NIL                                                                  | 58,150,000                                                                                |
| 3. N/A<br><br><br>(   /   /   )<br>shares<br>(Note 1)                                                    |                           |           |           |         |                                                                      |                                                                                           |
| Total A. (Ordinary shares)                                                                               |                           |           |           |         | N/A                                                                  |                                                                                           |
| (Preference shares)                                                                                      |                           |           |           |         | N/A                                                                  |                                                                                           |
| (Other class)                                                                                            |                           |           |           |         | N/A                                                                  |                                                                                           |
| Total funds raised during the month from exercise of options (State currency)                            | N/A                       |           |           |         |                                                                      |                                                                                           |

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

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

## 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<br>(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<br>(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<br>(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<br>(Note 1)    | <u>N/A</u> |                                                                      |                                                                                           |
|                 |                                 | Issue and allotment date : (dd/mm/yyyy) | ( / / )    |                                                                      |                                                                                           |
|                 |                                 | EGM approval date: (dd/mm/yyyy)         | ( / / )    |                                                                      |                                                                                           |

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

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<br>(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<br>(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>N/A</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> |
| (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: Chiu Ming Kin

Title: Company Secretary  
(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.*