



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

For the month ended (dd/mm/yyyy) : 31/8/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Asia TeleMedia Limited (the "Company")

Date Submitted 6/9/2011

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : <u>376</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value ( <i>HK\$</i> )	Authorised share capital ( <i>HK\$</i> )
Balance at close of preceding month	<u>2,000,000,000</u> (see Remark A)	<u>0.20</u> (see Remark A)	<u>400,000,000</u> (see Remark A)
Increase/(decrease)	<u>(See Remark A)</u>		<u>(See Remark A)</u>
Balance at close of the month	<u>2,000,000,000</u> (see Remark A)	<u>0.01</u> (see Remark A)	<u>20,000,000</u> (See Remark A)
(2) Stock code : <u>N/A</u> Description : _____			
	No. of ordinary shares	Par value ( <i>State</i> <i>currency</i> )	Authorised share capital ( <i>State</i> <i>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 :	_____	
		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 :	<u>N/A</u>	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 (*HK\$*) : 20,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
	1,543,507,296			
	(being the number of shares of the Company with a par value of HK\$0.20 each before the Capital Restructuring (as defined below, see Remark A))			
Balance at close of preceding month		N/A	N/A	N/A
	(1,384,411,345)			
	(see Remarks A & B)			
Increase/ (decrease) during the month		N/A	N/A	N/A
	159,095,951			
	(being the number of shares of the Company with a par value of HK\$0.01 each after the Capital Restructuring (as defined below, see Remark A))			
Balance at close of the month		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. N/A ( / / ) shares (Note 1)						
2. ( / / ) shares (Note 1)						
3. ( / / ) shares (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 (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 ( <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 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. Convertible Notes due 9 August 2016 issued on 9 August 2011	HK\$	Nil	Nil	HK\$92,500,000	Nil	149,193,548
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary shares					
Subscription price	HK\$0.62					
EGM approval date (if applicable) (dd/mm/yyyy)	(21/07/2011)					
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) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		N/A	
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) ( / / )		N/A	
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) ( / / )		N/A	
4. Bonus issue		Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		N/A	
5. Scrip dividend	At price : State currency _____	Class of shares issuable _____		N/A	

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
	<p align="center"><i>(Note 1)</i></p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>			
6. Repurchase of shares	<p>Class of shares repurchased <i>(Note 1)</i> _____</p> <p>Cancellation date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>		N/A	
7. Redemption of shares	<p>Class of shares redeemed <i>(Note 1)</i> _____</p> <p>Redemption date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>		N/A	
8. Consideration issue At price : State currency _____	<p>Class of shares issuable <i>(Note 1)</i> _____</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>		N/A	
9. Capital reorganisation	<p>Class of shares issuable <i>(Note 1)</i> _____</p> <p>Issue and allotment date : (dd/mm/yyyy) _____</p> <p>EGM approval date: (dd/mm/yyyy) _____</p>	<p>Ordinary Shares</p> <p>_____</p> <p>(09/08/2011)</p> <p>(21/07/2011)</p>	<p>(1,512,637,151) (see Remark A)</p>	N/A



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
10. Other	At price : State	HK\$	Class of shares issuable (Note 1)	Ordinary Shares	
Issue of new shares	HK\$0.62	currency	Issue and allotment date : (dd/mm/yyyy)	(09/08/2011)	
			EGM approval date: (dd/mm/yyyy)	(21/07/2011)	128,225,806 (See Remark B)
				Total E. (Ordinary shares)	(1,384,411,345)
				(Preference shares)	N/A
				(Other class)	N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(1,384,411,345)
	(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):

**Remark A:**

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Pursuant to a restructuring agreement dated 15 April 2011 entered into between the Company, the liquidators, Gainhigh Holdings Limited (the "Investor") and a guarantor in relation to, among other things, the capital restructuring (the "Capital Restructuring") of the Company, the share capital of the Company has been restructured in the following manner with effect from 9 August 2011 (please refer to circular of the Company dated 28 June 2011 for details (the "Circular")):

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(a) Every 50 issued and unissued shares of the Company of HK\$0.20 each was consolidated into 1 consolidated share, as a result of which 1,543,507,296 issued shares of HK\$0.20 each was consolidated into 30,870,145 consolidated shares of HK\$10.00 each;

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(b) The par value of each issued and unissued consolidated share was reduced from HK\$10.00 each to HK\$0.01 each and the credit arising from such reduction was applied to eliminate the accumulated losses of the Company;

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(c) The unissued share capital in the authorised share capital of HK\$400,000,000 was, after the share consolidation and the capital reduction having become effective, be cancelled and diminished resulting in an authorised and issued share capital of the Company becoming HK\$308,701.45; and

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(d) Immediately upon the capital cancellation becoming effective, the authorised share capital of the Company was increased from HK\$308,701.45 to HK\$20,000,000 divided into 2,000,000,000 shares of the Company of HK\$0.01 each.

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**Remark B:**

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Pursuant to a subscription agreement entered into between the Company, the liquidators and the Investor on 7 June 2011, 128,225,806 shares of HK\$0.01 each was issued by the Company to the Investor at HK\$0.62 each on 9 August 2011. Please refer to the Circular for details.

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Submitted by: Chow Fuk Wai

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.*