FAIR WIND SECRETARIAL SERVICES LIMITED

富榮秘書服務有限公司

KF)

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Your Ref:

Our Ref:

S/5411/89

LTO/sl

SUPPL

5th October, 2010

Securities and Exchange Commission,
Division of Corporate Finance,
Office of International Corporate Finance,
Room 3045 (Stop 3-4),
450 Fifth Street,
Washington, D.C.20549,
United States of America.

10016460

Ladies and Gentlemen,

Re: Starlight International Holdings Limited

("the Company")

Rule 12g3-2(b) Exemption

File No.82-3594

Pursuant to Rule 12g3-2(b)(1)(iii), and on behalf of the Company, enclosed are the documents described on Annex A hereto for your attention.

These documents supplement the information previously provided with respect to the Company's request for exemption under Rule 12g3-2(b), which was established on January 11, 1994.

This information is being furnished with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), and that neither this letter nor the Company is subject to the Exchange Act.

Please do not hesitate to contact the undersigned at (852) 2827 4748 in Hong Kong if you have any questions.

Thank you for your attention.

Yours faithfully,
For and on behalf of
FAIR WIND SECRETARIAL SERVICES
LIMITED

LO Tai On Director

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c.c. the Company

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26/01/18

Annex A to Letter to the SEC Dated 5 October 2010 of Starlight International Holdings Limited

The documents checked below are being furnished to the SEC to supplement information provided with respect to the Company's request for exemption under Rule 12g3-2, which exemption was established on January 11, 1994:-

DESCRIPTION OF DOCUMENT

1. Title: Notification of movement of securities in Hong Kong

Date: 30 September 2010

1

Entities requiring item: HKSE pursuant to Exchange Listing Agreement; and





Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyy	y): 30/09/2010		
To: Hong Kong Exchanges and Cle	earing Limited		
Name of Issuer Star	light International Holdi	ngs Limited	
Date Submitted 05 /	10 / 2010	······································	
I. Movements in Authorised Share C	Capital		
1. Ordinary Shares			
(1) Stock code : <u>485</u> De	scription: Ordinary	shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	5,000,000,000	\$0.10	\$500,000,000
Increase/(decrease):		-	
Balance at close of the month	5,000,000,000	\$0.10	\$500,000,000
(2) Stock code :De	scription:		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			····

2. Preference Shares			
Stock code : Descr	ription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code :Descr	ription :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			
Total authorised share capital at the enceurrency):	d of the month (State	н	K\$500,000,000

	No. of ordina	ary shares	No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,427,159,890	N/A	N/A	N/A	
Increase/ (decrease) during the month	7,000,000	N/A	N/A	N/A	
Balance at close of the month	1,434,159,890	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					No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date	* * *	Movement duri	ng the month	- 1	thereto	as at close of the month
(dd/mm/yyyy) and -					_	
class of shares	a		011-1	T		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option						
scheme						
adopted on						
12/09/2002						
Ordinary						
shares						
Exercise price:						
HK\$0.1903	Nil	7,000,000	Nil	Nil	7,000,000	35,126,400
HK\$0.31	Nil	Nil	Nil	Nil	Nil	9,354,400
HK\$0.3549	Nil	Nil	Nil	Nil	Nil	1,028,984
HK\$0.3677	Nil	Nil	Nil	Nil	Nil	187,088
HK\$0.4126	Nil	Nil	Nil	Nil	Nil	14,031,600
(Note 1)						
2. Share option						
scheme						
adopted on						
15/01/2008						
Ordinary						
shares						
Exercise price:						
HK\$0.2228	Nil	Nil	Nil	Nil	Nil	701,580
HK\$0.2053	Nil	Nil	Nil	Nil	Nil	1,618,311
HK\$0.0855	Nil	Nil	Nil	Nil	Nil	2,338,600
HK\$0.188	Nil	Nil	Nil	Nil	Nil	14,500,000
(Note 1)	1411	1411	7.411		1111	1.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,

3. N/A						
(/ /) shares						
(Note 1)		Total A. (Ordin	ary shares)	7,000,000		
			nce shares)	N/A		
		(C	other class)	N/A		
Total funds raised during the mor options (State currency)	ith from exerci	se of				
Warrants to Issue Shares of the Is	suer which are	to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	f 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. First warrant	N/A	N/A	NIL	50,000,000	NIL	50,000,000
	· _			First		, ,
<u> </u>	<u> </u>			warrants		
(20 / 09 / 2011)						
Stock code (if listed) Class of shares	unli	ised				
issuable (Note 1)	ordi	narv				
Subscription price	HK\$					
EGM approval date (if applicable) (dd/mm/yyyy)	(N/					
2. Second warrant	N/A	N/A	NIL	105,000,000	NIL	105,000,00
		1471	TUL	Second	NE	103,000,000
	,			warrants		
(20 / 09 / 2011)						
Stock code (if listed)	unli	sted				
Class of shares	1.					
issuable (Note 1) Subscription price	ordi					
EGM approval date	HK\$	0.33				
(if applicable)						
(dd/mm/yyyy)	(N/	'A)				
3. N/A						
	,					
(/ /)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	()	/				
(dd/mm/yyyy)	(/ /	/)				

\				For Main Board		
	Currency of	Nominal value at	Exercised	Nominal value	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issue pursuant thereto as at close of the
Description of warrants (Date of expiry - dd/mm/yyyy)	nominal value	close of preceding month	during the month	at close of the month	thereto	month
4.						
N/A	_					
(/ /)						<u> </u>
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
		Total	B. (Ordin	nary shares)	N/A	
	Property of the second	e a a company		nce shares) Other class)	N/A N/A	•
			· · · · · · · · · · · · · · · · · · ·		IN/A	•
Convertibles (i.e. Convertible int	. 01 . 04 .		 1\			
Class and description		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 (Note 1)						
Subscription price EGM approval date						
(if applicable)					10 (10 m) 10 m	
(dd/mm/yyyy)) 2. N/A	(/					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
EGM approval date (if applicable)						
EGM approval date	(/ /)					

.

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (///)N/A Stock code (if listed) Class of shares issuable (Note 1) 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 inc	luding EGM approval date (dd lass of shares issuable:	/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
1.	N/A			
		shares (Note 1)		
2	N/A			
<u></u>				
		(/ /)		
		shares (Note 1)		
3.	N/A			
		(/ /)		
	,	shares (Note 1)		
	Total 1	D. (Ordinary shares)		
		(Preference shares)		
		(Other class)		
1				

	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
			Class of shares issuable				
	W1.14 (1994)	A4 State	(Note 1) Issue and allotment	(/ /)		
1.	Rights issue	At price : currency ——	date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
						N/A	
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State	Issue and allotment				
٠.	open oner	currency	date: (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)			N/A	
					-		
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	Issue and allotment	(/ /)		
٥.	1 1005	currency	date : (dd/mm/yyyy)	(/ /	`		
			EGM approval date: (dd/mm/yyyy)	(,	NI/A	
						<u>N/A</u>	
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(N/A	

Main Poord and GEM listed in

	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
			Class of shares issuable (Note 1)	<u> </u>			
5.	Scrip dividend	At price : State currency ——	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	*******
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	7.7/4	
						N/A	

			For Main	Board	and GEM IIS	
•	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
		Class of shares issuable (Note 1)	e			
9.	Capital reorganisation	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	27/4	
					<u>N/A</u>	
		Class of shares issuable (Note 1)	e			
10.	Other (Please specify) At price: State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			(Ordinary s Preference s (Other	shares	N/A	- - -
To	otal increase / (decrease) in ordinary shares during th	e month (i.e. Total of A to	ь Е):	(1	7,0	00,000
				(2	(t)	N/A
To	otal increase / (decrease) in preference shares during	the month (i.e. Total of A	to E):		1	N/A
To	otal increase / (decrease) in other classes of shares du	ring the month (i.e. Total	of A to E):		1	N/A

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

For Main	Board	and G	EM list	ed issuers

Remarks (if any):	
	
Submitted by: Lo Tai On	
Submitted by. Lo fai On	
Title: 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.