

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	Timeless Software Limited
Date Submitted	04/02/2013

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8028</u> Descrip	otion : Ordina	ary Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	2,500,000,000	HK\$0.05	HK\$125,000,000
Increase/(decrease)	0		0
Balance at close of the month	2,500,000,000	HK\$0.05	HK\$125,000,000
(2) Stock code :Descrip	otion :		
	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 :Dea	scription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :Descri	ption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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* **HK\$125,000,000** · **HK\$125,000** · **HK1**

II. Movements in Issued Share Capital

	No. of ordi	nary shares	-	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,580,061,503			
Increase/ (decrease) during the month	200,000			
Balance at close of the month	1,580,261,503			

III. Details of Movements in Issued Share Capital

Particulars of share					No. of new shares of	No. of new shares
option scheme including EGM					issuer issued during the month pursuant	of issuer which may be issued pursuant
approval date		Movement duri	ing the month		thereto	thereto as at close
(dd/mm/yyyy) and -			ing the month			of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. 2003 share						
option						
scheme						
(28/04/2003)						
ordinary shares	0	(200,000)	0	0	200,000	243,604,150
(Note 1)						
2.						
(/ /)						
shares						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
х <u>-</u>			Total A. (Ord	linary shares)	200,000	
			(Prefe	erence shares)	0	
				(Other class)	0	
Total funds raised dur	ring the month fi	rom exercise of		-		
options (State current				HK\$15,440		

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy) 1.	Currency of Nominal value at nominal close of value 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
(/ /) 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 (<i>Note 1</i>) Subscription price EGM approval date	· · ·				
(if applicable) (dd/mm/yyyy) <u>3.</u>	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price	· · · ·				
EGM approval date (if applicable)	(/ /)				
Class of shares issuable (<i>Note 1</i>)	· · · · ·				
EGM approval date (if applicable)	(/ /)				
	Total	(Prefere	nary shares) ence shares) Other class)		

shares of shares issued issue during the may to month pursuant there close amount of preceding during the close of the month	For Main Board and GEM listed issuers			
Stock code (if listed)	of new res of r which be issued rsuant to as at e of the onth			
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2.				
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2.				
(dd/mm/yyyy)) (/ /) 2.				
<u>2.</u>				
Stock code (if listed)				
Class of shares issuable (Note 1) Subscription price EGM approval date				
(if applicable) (dd/mm/yyyy) (/ /)				
<u>3.</u>				
Stock code (if listed) Class of shares issuable (Note 1)				
Subscription price EGM approval date				
(if applicable) (dd/mm/yyyy) (/ /)				
<u>4.</u>				
Steels and of Flicted)				
Stock code (if listed)				
EGM approval date (if applicable) (dd/mm/yyyy) (/ /)				
Total C. (Ordinary shares)				
(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),	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
if applicable, and class of shares issuable:		
1.		
shares (Note 1)		
2	-	
	-	
$\frac{(//)}{rhoms}$		
shares (Note 1)		
3.		
J		
	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

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

Other Movements in Issued Share Capital

	Type of Issue	Fo	<u>r Main B</u>	oard	and GEM listed No. of new shares of issuer issued during the month pursuant thereto	issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
		Class of shares issuable (<i>Note 1</i>)				
5.	Scrip dividend At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (Note 1)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		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)	(/ /)		

	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	
	~		Class of shares issuabl (<i>Note 1</i>)	le			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)			
			EGM approval date: (dd/mm/yyyy)	(/ /)	1		
			Class of shares issuabl (<i>Note 1</i>)	le			
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)			
			EGM approval date: (dd/mm/yyyy)	(/ /)			
			Total E. ((Ordinary sha Preference sha (Other cl	res)		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	200,000	
	(2)	0	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		0	
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		0	
(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: Leung Wai Sze	
Title: <u>Secretary</u> (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.*