

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm	n/yyyy):	31/01/2016		
To: Hong Kong Exchanges and	d Clearing	Limited		
Name of Issuer	Timeless	Software Limited		
Date Submitted	3/2/2016			
I. Movements in Authorised Sh	nare Capita	al		
1. Ordinary Shares				
(1) Stock code : 8028	Descrip	tion :	N/A	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding r	nonth			
Increase/(decrease)				
Balance at close of the month	-			
(2) Stock code : N/A	Descrip	tion:		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding r	nonth			
Increase/(decrease)				
Balance at close of the month				

Stock code: N/A Descri	iption :		
	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 : N/A Descri	iption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month		(State	_
•		(State	capital
Balance at close of preceding month Increase/(decrease) Balance at close of the month		(State	capital

II. Movements in Issued Share Capital

	No. of ordina	ry shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of proceeding month	1,989,901,503	N/A	N/A	N/A
Increase/ (decrease) during the month	397,980,300	N/A	N/A	N/A
Balance at close of the month	2,387,881,803	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 No. of new No. of new shares of option scheme shares of issuer issuer which may be including EGM issued during the issued pursuant month pursuant thereto as at close of approval date Movement during the month (dd/mm/yyyy) and thereto the month class of shares issuable Granted Exercised Cancelled Lapsed 1. 2003 share option scheme (28/04/2003)Ordinary shares 12,350,271 (Note 1) (note 2. 2013 share option scheme (25/09/2013)Ordinary shares 10,689,732 (Note 1) (note *) 3. N/A shares (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise of options (State currency)

Note*: Number of shares to be issued under the 2003 and 2013 share option schemes were adjusted. Please refer to the results announcement dated 7 January 2016 for details.

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant thereto as at pursuant Currency of Nominal value at Exercised Nominal value thereto close of the Description of warrants nominal close of during the at close of the month (Date of expiry - dd/mm/yyyy) value preceding month month month (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) / / Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) (dd/mm/yyyy) (Ordinary shares) Total B. (Preference shares) (Other class)

Convertibles (i.e. Convertible in 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.	ouistanding	HOHH	HOHH	monu		
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)						
issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.	_					
Ctaala aada (ifliatad)	<u> </u>					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
	<u> </u>					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)		(Prefere	nary shares) ence 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.		
	-	
	-	
Ordinary shares (Note 1)	-	
2		
	-	
(/ /)	-	
shares (Note 1)		
3.		
3		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		•
(Other class)		

		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					the month
			Class of shares issuable (Note 1)			
1.	Rights issue	At price : State	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
				Ordinary		
			Class of shares issuable (Note 1)	Ordinary		
2.	Open offer	At price : State urrency HK\$0.1	Issue and allotment date: (dd/mm/yyyy)	(08/01/2016)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			(22.2.2.2)		397,980,300	N/A
			Class of shares issuable (Note 1)			
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)			
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						-

For Main Board and GEM listed issuers

	Type of Issue			i Oi P	,14III	1 000	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)					
5.	Scrip dividend	At price : State currency ———	Issue and allotment date: (dd/mm/yyyy)	(,	/ /)		
			EGM approval date: (dd/mm/yyyy)	()	/ /)		
			Class of shares repurchased (Note 1)	_				
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

(2)

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	Type of Issue			No. of new shares of issuer issued during the month pursuant thereto thereto as at close of the month
			Class of shares issuable	
			(Note 1)	
9.	Capital reorganisation		Issue and allotment (/ / date : (dd/mm/yyyy))
			EGM approval date: (/ / (dd/mm/yyyy))
			Class of shares issuable(Note 1)	_
10.	Other (Please specify)	At price : State currency	Issue and allotment (/ / date : (dd/mm/yyyy))
			EGM approval date: (/ / (dd/mm/yyyy))
-			Total E. (Ordinary s	shares) 397,980,300
			(Preference s	shares) N/A
			(Other	r class) N/A
Т	otal increase / (decre	ease) in ordinary shares durin	ng the month (i.e. Total of A to E):	(1) 397,980,300

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").)

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For Main	Board and	(i H M	listed	iccher

Remarks (if any):					
Submitted by: Ko Yuen Kwan					
Title: Company 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.