



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Time Infrastructure Holdings Limited
 Date Submitted 7 October 2010

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>686</u>	Description : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>1,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$100,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>1,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$100,000,000</u>
(2) Stock code : <u>N/A</u>	Description : _____		
	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 :	<u>N/A</u>	Description :	<u></u>	
		No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<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 (<i>State currency</i>)	Authorised share capital (<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\$100,000,000

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	343,823,106	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	343,823,106	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						
Exercise Price:						
HK\$2.3076						
(10/09/2002)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	2,434,804
(Note 1)						
2. Share Option Scheme						
Exercise Price:						
HK\$0.6624						
(10/09/2002)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	4,652,672
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
			Total A. (Ordinary shares)		Nil	
			(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 (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
3.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
4.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
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)

Convertible (i.e. Convertible into Shares of the Issuer which are to be Listed)					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 and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month		
1. Convertible Debentures						
for principal amount up to HK\$25M (of which HK\$17M were issued)		(Unissued)		(Unissued)		(Approx.)
due 7 November 2011	HK\$	HK\$8,000,000	Nil	HK\$8,000,000	Nil	13,445,378
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.595 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	under the general mandate granted to the directors at the AGM held on (12/6/2009)					
2.						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
Total C. (Ordinary shares)					Nil	
(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. See Remarks 1 (/ /) shares (<i>Note 1</i>)		See Remarks 1
2. See Remarks 2 (/ /) shares (<i>Note 1</i>)		See Remarks 2
3. N/A (/ /) 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

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

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

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						
9. Capital reorganisation	Class of shares issuable <u>N/A</u> (Note 1)					
	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 <u>N/A</u> (Note 1)				
		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):

1. The Company has entered the Acquisition Agreement on 13 July 2010 and the Supplemental Agreements on 19 2010 July and 22 September 2010 respectively (as disclosed in the Company's circular dated 25 September 2010) pursuant to which the Company will issue (i) an aggregate of 92,936,803 consideration shares at an issue price of HK\$0.538 per consideration share and (ii) convertible note in the principal amount of up to HK\$850,000,000 at a conversion price of HK\$0.538 per conversion share as partial settlement of the consideration for the acquisition.

2. The Company has entered a Placing Agreement on 14 July 2010 (as disclosed in the Company's circular dated 25 September 2010) to place up to 280,000,000 new shares at a price of HK\$0.50 per placing share.

Completion of the above acquisition and placing is subject to shareholders' approval and the fulfillment of the conditions precedent set out in the Acquisition and Placing Agreements.

Submitted by: Mr Leung Yuk Lun, Eric

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.*