

FAIR WIND SECRETARIAL SERVICES LIMITED

富榮秘書服務有限公司



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Your Ref:

Our Ref: S/5411/89 LTO/sl



03007645

10th March, 2003

03-MAR-2003 10:17:21

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.

SUPPL

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.

PROCESSED

APR 01 2003

THOMSON
FINANCIAL

Handwritten signature and date: dw 3/28

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

Handwritten signature of LO Tai On
LO Tai On
Director

Enc.
c.c. the Company

Annex A to Letter to the SEC
Dated 10th March, 2003 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 Repurchases of Company's Shares
Date : 14th February, 2003
6th March, 2003

Entities requiring item: HKSE pursuant to Exchange Listing Agreement.

2. Title : Notification of movement of securities in Hong Kong
Date : 28th February, 2003
Entities requiring item: HKSE pursuant to Exchange Listing Agreement; and

Monthly Return on Movement of Listed Equity Securities
For the month ended 28th February, 2003

FORM I

TO: The Research & Planning Department of The Stock Exchange of
Hong Kong Limited

From: Starlight International Holdings Limited
(Name of Company)

Mr. Peter LEE Yip Wah Tel No.: 2827 1778
(Name of Responsible Official)

Date: 10th March, 2003

(A) Information of Types of Listed Equity Securities:
(please tick wherever applicable)

- | | | | |
|----------------------------|---|-------------------------------------|-----------------------|
| 1. Ordinary shares | : | <input checked="" type="checkbox"/> | 2. Preference shares: |
| 3. Other classes of shares | : | | please specify: _____ |
| 4. Warrants | : | | please specify: _____ |

(B) Movement in Authorised Share Capital:

| | <u>No. of Ordinary shares/Preference shares/other classes of shares</u> | <u>Par Value (HK\$)</u> | <u>Authorised Share Capital (HK\$)</u> |
|--|---|-------------------------|--|
| Balance at close of preceding month: | 5,000,000,000 | \$0.10 | \$500,000,000 |
| Increase/(Decrease) (SGM approval date): | Nil | Nil | Nil |
| Balance at close of the month: | 5,000,000,000 | \$0.10 | \$500,000,000 |

(C) Movement in Issued Share Capital:

| | <u>No. of Ordinary shares</u> | <u>No. of Preference shares</u> | <u>No. of other classes of shares</u> |
|--------------------------------------|-------------------------------|---------------------------------|---------------------------------------|
| Balance at close of preceding month: | 2,681,855,402 | Nil | Nil |
| Increase/(Decrease) during the month | (1,540,000) | Nil | Nil |
| Balance at close of the month: | 2,680,315,402 | Nil | Nil |

(D) Details of Movement:

* please delete and insert "N/A" wherever inapplicable

| TYPE OF SECURITIES | SECURITIES IN ISSUE AT CLOSE OF PRECEDING MONTH | MOVEMENT DURING THE MONTH | | | SECURITIES IN ISSUE AT CLOSE OF THE MONTH | IN NO. OF NEW SHARES ARISING THEREFROM |
|--|---|---------------------------|-----------|-----------|--|---|
| | | Granted | Exercised | Cancelled | | |
| SHARE OPTIONS* | No. of Options | | | | No. of Options | |
| 1. <u>Employee share option scheme</u> Exercise price: HK\$ _____ | 83,245,056 | Nil | Nil | Nil | 83,245,056 | Nil |
| 2. <u>Employee share option scheme</u> Exercise price: HK\$ _____ Exercise price: HK\$ _____ | Nil | Nil | Nil | Nil | Nil | Nil |
| WARRANTS* | Nominal Value (HK\$) | Exercised (HK\$) | | | Nominal Value (HK\$) | |
| Date of Expiry | | | | | | |
| 1. _____ Subscription price HK\$ _____ | | | | | | |
| 2. _____ Subscription price HK\$ _____ | | | | | | |

| CONVERTIBLES* Class | Units | Converted (Units) | Units |
|--|--------|---|-------------|
| Convertible Notes Convertible price: HK\$ _____ | N/A | N/A | N/A |
| OTHER ISSUES OF SHARES* | | | |
| Rights Issue | Price: | Issue and allotment Date: | |
| Placing | Price: | Issue and allotment Date: | |
| Bonus Issue | | Issue and allotment Date: | |
| Scrip Dividend | | Issue and allotment Date: | |
| Repurchase of share | | Cancellation Date: February 14, 2003 (as per the board resolution passed) | |
| Redemption of share | | Redemption Date: | |
| Consideration issue | Price: | Issue and allotment Date: | |
| Others (Please specify) | Price: | Issue and allotment Date: | |
| Total No. of ordinary shares/preference shares/other classes of shares increased/(decreased) during the month: | | | (1,540,000) |

Remarks:

Authorised Signatory:


Name: Peter LEE Yip Wah
Title: Secretary

Note:

All information contained in this form may be reproduced and provided to other information vendors or users of market data at the sole discretion of the Stock Exchange without prior notification to the company/issuer.

#a5411/form1.doc/s1

Form of Share Buyback Report to The Stock Exchange
of Hong Kong Limited ("the Exchange")

Form G

To : The Head of the Listing Division
The Listing Division
The Stock Exchange of Hong Kong Limited

Dear Sir,

Name of Company : STARLIGHT INTERNATIONAL HOLDINGS LIMITED

Description of Securities : SHARES

A. Purchase Report

We hereby report the following purchases by our company of the above securities.

| <u>Trading Date</u> | <u>Number of Securities Purchased</u> | <u>Method of Purchase*</u> | <u>Price per Share or Highest Price Paid \$</u> | <u>Lowest Price Paid \$</u> | <u>Total Paid</u> |
|---------------------|---------------------------------------|----------------------------|---|-----------------------------|---------------------|
| 14/02/2003 | 1,540,000 | on the Exchange | 0.097 | 0.092 | HK\$ 144,980 |
| Total | <u>1,540,000</u> | | | | <u>HK\$ 144,980</u> |

* Either on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.

B. Additional information for company's whose primary listing is on the Exchange

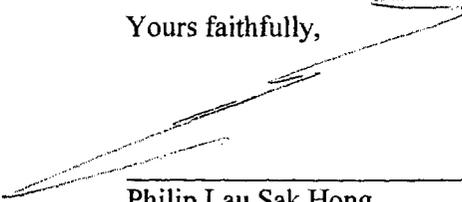
1. Total number of such securities purchased on the Exchange in the month to date (including those reported in A above). (a) 1,540,000
2. % of previous months turnover acquired this month to date

$$\frac{1,540,000}{89,515,752} \times 100 = 1.720\%$$
3. Number of such securities purchased on the Exchange in the year to date (since ordinary resolution) (b) 7,260,000
4. % of issued share capital at time ordinary resolution passed acquired on the Exchange since date of resolution

$$\frac{7,260,000}{2,687,575,402} \times 100 = 0.270\%$$

We hereby confirm that the purchases set out in A above which were made on the Exchange were made in accordance with the listing rules of the Exchange entitled "Rules Governing the Listing of Securities" and that there have been no material changes to the particulars contained in the Explanatory Statement dated 30th July, 2002 which has been filed with the Exchange.

Yours faithfully,



Philip Lau Sak Hong
Director for and on behalf of
STARLIGHT INTERNATIONAL
HOLDINGS LIMITED
Date: 14th February, 2003

#a5411/Formg/sl

Form of Share Buyback Report to The Stock Exchange
of Hong Kong Limited ("the Exchange")

Form G

To : The Head of the Listing Division
The Listing Division
The Stock Exchange of Hong Kong Limited

Dear Sir,

Name of Company : STARLIGHT INTERNATIONAL HOLDINGS LIMITED

Description of Securities : SHARES

A. Purchase Report

We hereby report the following purchases by our company of the above securities.

| <u>Trading Date</u> | <u>Number of Securities Purchased</u> | <u>Method of Purchase*</u> | <u>Price per Share or Highest Price Paid \$</u> | <u>Lowest Price Paid \$</u> | <u>Total Paid</u> |
|---------------------|---------------------------------------|----------------------------|---|-----------------------------|---------------------|
| 06/03/2003 | 2,000,000 | on the Exchange | 0.102 | 0.098 | HK\$ 198,000 |
| Total | <u>2,000,000</u> | | | | <u>HK\$ 198,000</u> |

* Either on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.

B. Additional information for company's whose primary listing is on the Exchange

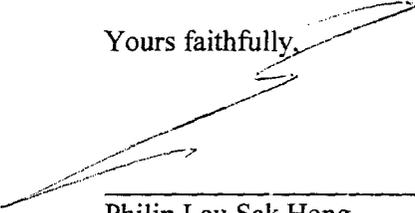
1. Total number of such securities purchased on the Exchange in the month to date (including those reported in A above). (a) 2,000,000
2. % of previous months turnover acquired this month to date

$$\frac{2,000,000}{126,598,084} \times 100 = 1.580\%$$
3. Number of such securities purchased on the Exchange in the year to date (since ordinary resolution) (b) 9,260,000
4. % of issued share capital at time ordinary resolution passed acquired on the Exchange since date of resolution

$$\frac{9,260,000}{2,687,575,402} \times 100 = 0.345\%$$

We hereby confirm that the purchases set out in A above which were made on the Exchange were made in accordance with the listing rules of the Exchange entitled "Rules Governing the Listing of Securities" and that there have been no material changes to the particulars contained in the Explanatory Statement dated 30th July, 2002 which has been filed with the Exchange.

Yours faithfully,



Philip Lau Sak Hong
Director for and on behalf of
STARLIGHT INTERNATIONAL
HOLDINGS LIMITED
Date: 6th March, 2003

#a5411/Formg/sl