

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :31/01/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	TSC Offshore Group Limited	
Date Submitted	05/02/2009	

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>8149</u> Descri	iption : <u>TSC OFF</u>	FSHORE		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	1,000,000,000	HK\$0.10	HK\$100,000,000.00	
Increase/(decrease)	Nil		Nil	
Balance at close of the month	1,000,000,000	HK\$0.10	HK\$100,000,000.00	
(2) Stock code : <u>N/A</u> Descri	iption :	ption : N/A		
	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 : N/A Descri		Description :	N/A	A
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding	nonth		
Increase/(decrease)			_	
Balance at close of t	he month			

3. Other Classes of Shares

Stock code :	<u>N/A</u> Descript		tion :	N/A	
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding 1	nonth			
Increase/(decrease)		-			
Balance at close of t	he month				

Total authorised share capital at the end of the month (*State currency*) : HK\$100,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	561,737,604	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil	N/A	N/A	<u>N/A</u>		
Balance at close of the month	561,737,604	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		Schemes of the			No. of new shares of issuer issued during the month pursuant	issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -						
class of shares issuable	Countral	Energiand	Concelled	Louard		
	Granted Nil	Exercised Nil	Cancelled Nil	Lapsed Nil	Nil	820,800
1. Exercise Price:	1811	INII	1811	1811	INII	820,800
HK\$0.2383						
(19/10/2005)						
Ordinary shares						
(Note 1)						
2. Exercise Price: HK\$ 2.43	Nil	Nil	Nil	Nil	Nil	1,846,000
(20/10/2005)						
Ordinary shares						
(Note 1)						
3. Exercise Price:	Nil	Nil	Nil	Nil	Nil	1,810,000
HK\$ 5.60						
(20/10/2005)						
Ordinary shares						
(Note 1)						

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		thereto	as at close of the month
(dd/mm/yyyy) and					-	
class of shares	Constant	F states d	Convelle 4	Terrad		
issuable	Granted	Exercised	Cancelled	Lapsed	NT'1	400.000
4. Exercise Price:	Nil	Nil	Nil	Nil	Nil	400,000
HK\$5.23						
(20/10/2005)						
Ordinary shares						
(Note 1)						
5. Exercise Price:	Nil	Nil	Nil	Nil	Nil	0
HK\$ 2.32						
(20/10/2005)						
Ordinary shares						
(Note 1)						
(1000 1)						
6. Exercise Price:	Nil	Nil	Nil	Nil	Nil	0
HK\$ 0.54	1,111	1 (11	1 (11	1,111	1 (11	Ŭ
(20/10/2005)						
Ordinary shares				·		
(Note 1)		т		1 \	N.T'1	
		10	otal A. (Ordin	•		
				nce shares)		
			(0	Other class)	N/A	
Total funds raised du		from exercise o	of			
options (State current	cy)		Nil			

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	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 (<i>Note 1</i>) Subscription price EGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
2. N/A	;;				
(/ /) Stock code (if listed) Class of shares					
issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A					
(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 4. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertible i	nto Shorea of the l	For Main Board and GEM list mares of the Issuer which are to be Listed)				d issuers
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 (<i>Note 1</i>) Subscription price EGM approval date (if applicable)		·				
(dd/mm/yyyy))	(/ /)					
2. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable)						
	(/ /)					
4. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
· · · · · · · · · · · · · · · · · · ·	, /			nary shares) <u>N/A</u>		
				ence shares) N/A		
			(Other class) N/A	4	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1. <u>N/A</u>	-	
	•	
2. N/A		
shares (Note 1)		
3. <u>N/A</u>	-	
	-	
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A N/A	

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

	Type of Issue		H	For Main	Boai	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
			Class of shares issuable (Note 1)				
5.	Scrip dividend	At price : State currency		(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	<u>N/A</u>
			Class of shares				
			repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						<u>IV/A</u>	
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<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)	(/ /)		
						N/A	N/A

				For Main Boa	rd and GEM lis	
	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
9.	Capital reorganisation		Class of shares issuable (<i>Note 1</i>) Issue and allotment	(/ /)		
	Teorganisation		date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(//)	N/A	N/A
10.	Other (Please specify)	At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				(/ /) Ordinary share eference share (Other cla	es) N/A	<u>N/A</u>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL			
	(2)	N/A			
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A			
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A			
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks (if any):				
N/A				
Submitted by: Tricor Investor Services Limited				
Title: Hong Kong Branch Share Registrar				
(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.