

For the month ended (dd/mm/yyyy):

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited						
Name of Issuer		C.P. Pokphand Co. Ltd.				
Date Submitted	04/02/2	014				
I. Movements in Authorised Share Capit	al					
1. Ordinary Shares						
(1) Stock code : 00043 Descrip	otion: Ordinary	Shares				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	36,000,000,000	US\$0.01	US\$360,000,000			
Increase/(decrease)	Nil		Nil			
Balance at close of the month	36,000,000,000	<u>US\$0.01</u>	US\$360,000,000			
(2) Stock code : N/A Descrip	otion:					
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	month					
Increase/(decrease)						
Balance at close of the month						

31/01/2014

US\$600,000,000

2. Series A Convertible Preference Sha	ares				
Stock code : N/A Desc	ription : Series A Convertible Preference Share				
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	20,000,000,000	US\$0.01	US\$200,000,000		
Increase/(decrease)	Nil		Nil		
Balance at close of the month	20,000,000,000	<u>US\$0.01</u>	US\$200,000,000		
3. Series B Convertible Preference Sha	ares				
Stock code : N/A Desc	ription : Series	B Convertible	Preference Shares		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	4,000,000,000	US\$0.01	US\$40,000,000		
Increase/(decrease)	Nil		Nil		
Balance at close of the month	4,000,000,000	<u>US\$0.01</u>	US\$40,000,000		
4. Other Classes of Shares					
Stock code : N/A Desc.	ription :				
	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:

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of Series A Convertible	No of Series B Convertible	No. of other classes of shares
	(1)	(2)	Preference Shares		
Balance at close of preceding month	21,792,741,076	N/A	0	3,261,077,748	N/A
Increase/ (decrease) during the month	NIL	N/A	NIL	NIL	N/A
Balance at close of the month	21,792,741,076	N/A	0	3,261,077,748	N/A

## III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the Is	ssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement durin	g the month		thereto	as at close of the month
(dd/mm/yyyy) and —				-		
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option Scheme						
(26/11/2002)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	279,096,156
(Note 1)						
2 27/4						
2. N/A						
( / / )						
shares			· -			-
(Note 1)						
2 N/A						
3. N/A						
( / / )						
(Note 1)			· -			-
(Note 1)						
		Т	Total A. (Ordi	nary shares)	NIL	
			(Prefer	ence shares)	NIL	
				Other class)	N/A	
Total funds raised duri	ing the month	n from exercise of		,		
options (State currence				NIL		
1	, ,		•	*		

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal val	dı	xercised uring 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. 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	( <i>       </i>	′ )					
( / / ) Stock code (if listed) Class of shares issuable (Note 1)							
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 B.	(Prefere	nary shares) ence shares) Other class)	NIL NIL N/A	- - -

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	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. Series A Convertible						
Preference Shares						
("Series A CPS")						
	 N/A	_	_	_	_	_
Stock code (if listed)						
Class of shares	1 1/7 1					
issuable ( <i>Note 1</i> )	Ordinary Share	es.				
	One Series A Cl					
	converts into or					
Subscription price	Ordinary Shar					
EGM approval date (if applicable)						
(dd/mm/yyyy))	(25/01/2010)					
	(23/01/2010)					
2. Series B Convertible	<del></del>					
Preference Shares						
("Series B CPS")		3,261,077,748		3,261,077,748		
	N/A	Series B CPS	-	Series B CPS		3,261,077,748
Stock code (if listed)	N/A					
Class of shares						
issuable (Note 1)	Ordinary Share					
	One Series B Cl					
~	converts into or					
Subscription price	Ordinary Shar	<u>e</u>				
EGM approval date						
(if applicable)	(22/07/2011)					
(dd/mm/yyyy)	(22/07/2011)					
3. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
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)	( / / )		. 1.0 (0 "		NIII.	
		To	tal C. (Ordinary		NIL	
			(Preference		NIL	
			(Oth	er 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)

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

Other Movements in Issued Share Capital No. of new shares of issuer which No. of new shares may be issued of issuer issued pursuant thereto during the month as at close of the Type of Issue pursuant thereto month Class of shares N/A issuable (Note 1) At price : State currency Issue and allotment Rights issue ( / /date: (dd/mm/yyyy) EGM approval date: ( / /) (dd/mm/yyyy) Class of shares N/A issuable (Note 1) At price : State currency Issue and allotment Open offer ( / /date: (dd/mm/yyyy) EGM approval date: ( / /(dd/mm/yyyy) Class of shares N/A issuable (Note 1) At price : State currency Issue and allotment Placing ( / /date: (dd/mm/yyyy) EGM approval date: ( / /(dd/mm/yyyy) N/A Class of shares issuable (Note 1) Issue and allotment Bonus issue ( / /date: (dd/mm/yyyy) EGM approval date: ( / /(dd/mm/yyyy) Class of shares N/A issuable (Note 1) At price : State currency Issue and allotment Scrip dividend date: (dd/mm/yyyy) ( / /EGM approval date: ( / /(dd/mm/yyyy)

	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 repurchased ( <i>Note 1</i> )	N/A			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares redeemed ( <i>Note 1</i> )	N/A			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
							-
			Class of shares issuable ( <i>Note 1</i> )	N/A			
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)				_
			Class of shares issuable (Note 1)	N/A			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
							_

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 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 shares)  (Series A Convertible Preference shares)  (Series B Convertible Preference shares)  (Other class)	NIL NIL NIL N/A	
Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):  Total increase / (decrease) in Series A convertible preference shares during the month (i.e. Total of A to E):	(1)(2)	NIL N/A NIL
Total increase / (decrease) in Series B convertible 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 I		NIL N/A ").)

Remarks (if any):
Submitted by: Lau Wing Yuen .
Title: Company Secretary .  (Director Secretary or other duly outh original officer)
(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.