



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer C.P. Pokphand Co. Ltd.

Date Submitted 04/02/2010

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 00043 Description : Ordinary Shares

|                                     | No. of ordinary shares | Par value (US\$) | Authorised share capital (US\$) |
|-------------------------------------|------------------------|------------------|---------------------------------|
| Balance at close of preceding month | <u>15,000,000,000</u>  | <u>0.01</u>      | <u>150,000,000</u>              |
| Increase/(decrease)                 | <u>15,000,000,000</u>  |                  | <u>150,000,000</u>              |
| Balance at close of the month       | <u>30,000,000,000</u>  | <u>0.01</u>      | <u>300,000,000</u>              |

(2) Stock code : N/A 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       | _____                  | _____                      | _____                                     |



## 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   | 2,889,730,786          | N/A | N/A                     | N/A                            |
| Increase/ (decrease) during the month | NIL                    | N/A | N/A                     | N/A                            |
| Balance at close of the month         | 2,889,730,786          | 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 (26/11/2002)  |                           |           |                            |        |  |   |
| Ordinary shares<br>(Note 1)  | NIL                       | NIL       | NIL                        | NIL    | NIL  | 647,544,234   |
| 2. N/A   |                           |           |                            |        |  |   |
| ( / / ) shares<br>(Note 1)   |                           |           |                            |        |  |   |
| 3. N/A   |                           |           |                            |        |  |   |
| ( / / ) shares<br>(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)                            |                           |           |                            | NIL    |  |   |

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

| Description of warrants<br>(Date of expiry – dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(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)

| 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. 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 ( <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 ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |  |   |
|  |                                |                                    |                            | Total C. (Ordinary shares)   | N/A  |   |
|  |                                |                                    |                            | (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. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> <hr/> shares ( <i>Note 1</i> )      |  |   |
| 2. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> <hr/> shares ( <i>Note 1</i> )      |  |   |
| 3. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> <hr/> shares ( <i>Note 1</i> )      |  |   |
| <div style="text-align: right;">Total D. (Ordinary shares)</div>  | N/A  |   |
| <div style="text-align: right;">(Preference shares)</div>   | N/A  |   |
| <div style="text-align: right;">(Other class)</div>   | N/A  |   |

## Other Movements in Issued Share Capital

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

For Main Board and GEM listed issuers

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



For Main Board and GEM listed issuers

| 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<br>(Note 1)    | N/A  |   |
|                               | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                               | EGM approval date:<br>(dd/mm/yyyy)      | ( / / )  |   |
| 10. Other<br>(Please specify) | At price : State currency _____         | N/A  |   |
|                               | Class of shares issuable<br>(Note 1)    | ( / / )  |   |
|                               | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                               | EGM approval date:<br>(dd/mm/yyyy)      |  |   |
|                               |   | Total E. (Ordinary shares)   | N/A   |
|                               |   | (Preference shares)  | N/A   |
|                               |   | (Other class)  | N/A   |

|   |     |     |
|---|-----|-----|
| 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remarks (if any):

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Submitted by: Chan Pui Shan, Bessie

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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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.*