

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	01/08/2013					
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	US\$0.01	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						

31/07/2013

US\$600,000,000

2. Series A Convertible Preference Sha	ares				
Stock code : N/A Desc	ription : Series A Convertible Preference Shares				
	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	ry 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	18,492,200,455	N/A	3,300,540,621	3 261 077 748	N/A
preceding month	18,492,200,433	IV/A	3,300,340,021	3,261,077,748	N/A
Increase/ (decrease) during the month	3,300,540,621	N/A	(3,300,540,621)	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 Ontions (under Share Ontion Schemes of the Issuer)

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 —			8 1 1 1		•	
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. N/A						
(/ /)						
shares						
(Note 1)						-
(11010 1)						
3. N/A						
3.14/11						
(/ /)						
(, ,						
shares	·					
(Note 1)						
		7	Гotal A. (Ordi	nary shares)	NIL	
			(Prefer	ence shares)	N/A	
				Other class)	N/A	
Total funds raised duri	ing the month	from exercise of				
options (State currence		i iioiii exercise or		NIL		
options (state current)	<i>J</i> /		-	1111/		

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 valu close of preceding mo	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	(/ /)					
							-
(/ /) 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 B.		nary shares)		_
					ence shares)		<u>-</u>
				(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
Series A Convertible	outstanding	ШОПШ	Шопш	monui	uicicio	monui
Preference Shares						
		2 200 5 40 621	2 200 540 621		2 200 540 (21	
("Series A CPS")		3,300,540,621	3,300,540,621		3,300,540,621	
C(-11-C(1-4-4)	N/A	Series A CPS	Series A CPS	-	Ordinary Shares	
Stock code (if listed)	N/A					
issuable (Note 1)	Ordinary Share	ie.				
	One Series A CI					
	converts into or					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy))	(25/01/2010)					
2. Series B Convertible	(==, = , = = = =)					
Preference Shares						
("Series B CPS")		3,261,077,748		3,261,077,748		
(Selies B el 5)	 N/A	Series B CPS		Series B CPS		3,261,077,748
Stock code (if listed)		Scries D Cr S		Scries B Cr 5		3,201,077,740
Class of shares	1071					
issuable (Note 1)	Ordinary Share	S				
`	One Series B CI					
	converts into or	ne				
Subscription price	Ordinary Share	<u> </u>				
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(22/07/2011)					
	<u> </u>					
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	(/ /)					
C(-11-/(C1-4-1)						
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
		To	otal C. (Ordinary		300,540,621	•
			(Preference		300,540,621)	
			(Othe	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)

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		
	1	
	1	
-		
	1	
	-	
	-	
Ordinary shares (<i>Note 1</i>)		
2. N/A		
	1	
	1	
shares (Note 1)	-	
Shares (Note 1)		
2 N/A		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	
l .	1	

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 10. Other (Please specify) At price: State currency Issue and allot date: (dd/mm/	nment (yyyy) (/ /)		
	Total E. (Ordinary shares) ble Preference shares) ble Preference shares) (Other class)	NIL NIL NIL N/A	
Total increase / (decrease) in ordinary shares during the month (i.e. Total increase / (decrease) in Series A convertible preference shares		(1)3,3	00,540,621 N/A
(i.e. Total of A to E): Total increase / (decrease) in Series B convertible preference share (i.e. Total of A to E): Total increase / (decrease) in other classes of shares during the more (These figures should be the same as the relevant figures under II of the same as t	s during the month	:	00,540,621) 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.