

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

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

To: Hong Kong Exchanges and Clearing	g Limited						
Name of Issuer	C.P. Pokphand Co. Ltd.						
Date Submitted	01/02/2016						
I. Movements in Authorised Share Capita	al						
1. Ordinary Shares							
(1) Stock code :00043Descrip	tion: 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	tion:						
	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							

31/01/2016

US\$600,000,000

2. Series A Convertible Preference Sh	ares		
Stock code : N/A Desc	eription : 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	<u>US\$0.01</u>	US\$200,000,000
Increase/(decrease)	NIL		NIL
Balance at close of the month	20,000,000,000	US\$0.01	US\$200,000,000
3. Series B Convertible Preference Sh	nares		
Stock code : N/A Desc	eription: 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	<u>US\$0.01</u>	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	cription:		
	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	Preference Shares	
Balance at close of preceding month	24,071,837,232	N/A	0	1,261,077,748	N/A
Increase/ (decrease) during the month	NIL	N/A	NIL	NIL	N/A
Balance at close of the month	24,071,837,232	N/A	0	1,261,077,748	N/A

## III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the I	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		=	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. N/A						
shares						
( <i>Note 1</i> )						
2. N/A						
( / / )						
shares						
(Note 1)						-
(11010-1)						
3. N/A						
0.1.1.1						
shares						
(Note 1)	<del></del> -					-
(Ivoic I)						
		7	Total A. (Ordi	nary shares)	NIL	
			(Prefer	ence shares)	NIL	
				Other class)	N/A	
Total funds raised dur	ing the month	from evercise of				
options (State currenc		Hom exercise of		NIL		
options (state current	<i>y                                    </i>		-	TIL		

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		f d	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							
Class of shares issuable (Note 1) Subscription price							
EGM approval date							
(if applicable) (dd/mm/yyyy)	( / /	,					
2. N/A							
( / / )	· -	-			<u> </u>		
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							
	· <del></del>	-			· -		
Class of shares							
issuable ( <i>Note 1</i> ) Subscription price			<u>.</u>				
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					
	`	•					
			Total B.	`	nary shares)	NIL	-
					ence shares) Other class)	NIL N/A	<u>-</u>
						* 1/ * *	<u>-</u>

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")						
( Belles II CI B )	 N/A	_	_	_	_	_
Stock code (if listed)	$\frac{1\sqrt{A}}{N/A}$					
Class of shares	11/71					
issuable (Note 1)	Ordinary Share	• 6				
18844616 (14616-17)	One Series A CI					
	converts into or					
Subscription price	Ordinary Share					
EGM approval date	<b>,</b>					
(if applicable)						
(dd/mm/yyyy))	(25/01/2010)					
2. Series B Convertible		<u></u>				
Preference Shares						
("Series B CPS")						
( series B er s )	 US\$	12,610,777.48	_	12,610,777.48	_	1,261,077,748
Stock code (if listed)	N/A	12,010,777.40		12,010,777.40		1,201,077,740
Class of shares	14/11					
issuable (Note 1)	Ordinary Share	es				
_	One Series B Cl					
	converts into or	ne				
Subscription price	Ordinary Share	e				
EGM approval date						
(if applicable)						
(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		<u></u>				
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )		(-1.C. /O. !!	1	NIII	
		Tot	tal C. (Ordinary		NIL	
			(Preference		NIL N/A	
			(Oth	er class)	1 <b>N</b> / <i>F</i> <b>A</b>	

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

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

Other Movements in Issued Share Capital No. of new shares of issuer which No. of new shares may be issued pursuant thereto of issuer issued as at close of the during the month Type of Issue pursuant thereto month Class of shares N/A issuable (Note 1) At price : State currency Issue and allotment 1. 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) Class of shares N/A 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 (Please specify) At price: State (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):	(1)(2)	NIL N/A
Total increase / (decrease) in Series A convertible preference shares during the month (i.e. Total of A to E): Total increase / (decrease) in Series B convertible preference shares during the month (i.e. Total of A to E):		NIL NIL
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		N/A ").)

Remarks (if any):
Submitted by: <u>Lau Wing Yuen</u>
Title: Company Secretary
(Director, Secretary or other duly authorised officer)

State the class of shares (e.g. ordinary, preference or other).

If there is insufficient space, please append the prescribed continuation sheet.

Notes:

1.

2.