

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	ate Submitted 03/05/2016					
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						
Increase/(decrease)						
Balance at close of the month						

30/04/2016

US\$600,000,000

2. Series A Convert	ible Prefere	nce Shar	es			
Stock code :	N/A	Descri	ption:	Series	A Convertible	Preference Shares
Balance at close of	nreceding r	nonth	No. of prefe shares		Par value (State currency)	Authorised share capital (State currency) US\$200,000,000
Burance at crose or	preceding i		20,000,000	,000	<u></u>	
Increase/(decrease)			NIL			NIL
Balance at close of	the month		20,000,000	,000_	US\$0.01	US\$200,000,000
3. Series B Convert	ible Prefere	ence Shar	res			
Stock code :	N/A	Descri	ption :	Series	B Convertible	Preference Shares
			No. of prefe		Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth	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	Descri	ption:			_
			No. of oth		Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth				
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	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 S	hare 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 —					•	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. N/A						
shares						
(Note 1)						
2. N/A						
(/ /)						
shares						<u> </u>
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
		7	Гotal A. (Ordi	nory chorac)	NIL	
		1		-		
				ence shares)	NIL	
			(Other class)	N/A	
Total funds raised during	ng the month	from exercise of				
options (State currency				NIL		

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 1/11					
issuable (<i>Note 1</i>)	Ordinary Share	.s				
	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")						
(Selles B CF3)		10 (10 777 40		12 (10 777 40		1 261 077 740
(C) 1 1 . (C) 1 1)	US\$	12,610,777.48	-	12,610,777.48		1,261,077,748
Stock code (if listed)	N/A					
Class of shares	Ondinomy Chono					
issuable (Note 1)	Ordinary Share One Series B Cl					
	converts into or					
Subscription price	Ordinary Share					
EGM approval date	Orumary Share	 -				
(if applicable)						
(dd/mm/yyyy)	(22/07/2011)					
3. N/A	(22/07/2011)					
3. IV/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	(
(dd/mm/yyyy)	(/ /)					
4. N/A						
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	, , .					
(dd/mm/yyyy)	(/ /)					
		Tot	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)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: 1. N/A	than under Share Option Schemes)		
(if applicable, and class of shares issuable:	the month pursuant	issued pursuant thereto
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL	1. N/A		
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
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2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL			
2. N/A (/ /) shares (Note 1) 3. N/A (/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL	shares (Note 1)		
(Shares (Note 1)		-
(2 N/A		
3. N/A (/ /)	2. <u>N/A</u>		
3. N/A (/ /)			
3. N/A (/ /)			
3. N/A (/ /)			
(/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL	shares (Note 1)		
(/ /) shares (Note 1) Total D. (Ordinary shares) (Preference shares) NIL	2 27/4		
Total D. (Ordinary shares) NIL (Preference shares) NIL	3. <u>N/A</u>		
Total D. (Ordinary shares) NIL (Preference shares) NIL			
Total D. (Ordinary shares) NIL (Preference shares) NIL	-		
Total D. (Ordinary shares) NIL (Preference shares) NIL			
(Preference shares) NIL	shares (Note 1)		
(Preference shares) NIL			
	Total D. (Ordinary shares)	NIL	
(Other class) N/A			
	(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 (Please specify) At price: State date: (dd/mm/yyyy)		
EGM approval date: (dd/mm/yyyy) (/ /)		
Total E. (Ordinary shares)	NIL	
(Series A Convertible Preference shares) (Series B Convertible Preference shares)	NIL NIL	
(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 Series A convertible preference shares during the month		NIII
(i.e. Total of A to E): Total increase / (decrease) in Series B convertible preference shares during the month		NIL
(i.e. Total of A to E):		NIL
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 I	ssued Share Capital	").)

Remarks (if any):
Submitted by: Lau Wing Yuen
Title: Company Secretary
(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.