

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	04/05/2	015	_					
I. Movements in Authorised Share Capit	tal							
1. Ordinary Shares								
(1) Stock code :00043Descrip	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								

30/04/2015

US\$600,000,000

2. Series A Converti	ible Prefere	nce Shar	res			
Stock code :	N/A	_Descri	iption:	Series	A Convertible	Preference Shares
			No. of prefe		Par value (State currency)	Authorised share capital (State currency)
Balance at close of 1	preceding n	nonth	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_	US\$0.01	US\$200,000,000
3. Series B Convert	ible Prefere	nce Shai	res			
Stock code :	N/A	Descri	iption:	Series	B Convertible	Preference Shares
			No. of prefe		Par value (State currency)	Authorised share capital (State currency)
Balance at close of j	preceding n	nonth	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	US\$0.01	US\$40,000,000
4. Other Classes of	Shares					
Stock code :	N/A	Descri	iption :			
			No. of other classes of s		Par value (State currency)	Authorised share capital (State currency)
Balance at close of j	preceding n	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	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)	 -					-
(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		-					
	·	-			· -		
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")						
(20002 1 2 2 2)	 N/A	_	_	_	_	_
Stock code (if listed)	$\frac{1\sqrt{A}}{N/A}$					
Class of shares	IV/A					
issuable (Note 1)	Ordinary Share	ac.				
	One Series A Cl					
	converts into or					
Subscription price	Ordinary Share					
EGM approval date	Ordinary Bhar	<u> </u>				
(if applicable)						
(dd/mm/yyyy))	(25/01/2010)					
2. Series B Convertible	(23/01/2010)					
Preference Shares						
		1 0 6 1 0 7 7 7 4 0		1 261 077 740		
("Series B CPS")		1,261,077,748		1,261,077,748		
	N/A	Series B CPS		Series B CPS		1,261,077,748
Stock code (if listed)	N/A					
Class of shares	O I' Cl					
issuable (Note 1)	Ordinary Share One Series B Cl					
	converts into or					
Subscription price	Ordinary Share					
EGM approval date	Ordinary Share	<u> </u>				
(if applicable)						
(dd/mm/yyyy)	(22/07/2011)					
3. N/A	(22/07/2011)					
3. IV/A	<u></u>					
-	<u> </u>					
	<u>—</u>					
G. 1 (CCI) (1)						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A	(' ')					
4. IV/A						
G. 1 1 (CC) (1)						-
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price _ EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
	(, ,)		al C. (Ordinary	shares)	NIL	
		100	(Preference		NIL	
				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:	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		
-		
Ordinary shares (Note 1)		
2. N/A		
shares (Note 1)		
3. N/A		
(/ /) shares (Note 1)		
snares (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
10. Other (Please specify) At price: State day EC	ass of shares suable (Note 1) sue and allotment te: (dd/mm/yyyy) GM approval date: d/mm/yyyy)	N/A (/ /) (/ /)		
	Total I s A Convertible Pres s B Convertible Pres	shares)_ erence shares)	NIL NIL NIL N/A	
Total increase / (decrease) in ordinary shares during the	e month (i.e. Total o	of A to E):	(1)	NIL
Total increase / (decrease) in Series A convertible prefer (i.e. Total of A to E):	erence shares during	g the month	(2)	N/A NIL
Total increase / (decrease) in Series B convertible prefer (i.e. Total of A to E):	erence shares during	g the month		NIL
Total increase / (decrease) in other classes of shares du (These figures should be the same as the relevant figure				N/A ').)

Remarks (if any):
Submitted by: <u>Lau Wing Yuen</u> .
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.