



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

For the month ended (dd/mm/yyyy) : 30 April 2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Freeman Financial Corporation Limited

Date Submitted 3 May 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : <u>279</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>500,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$5,000,000,000</u>
Increase/(decrease)	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
Balance at close of the month	<u>500,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$5,000,000,000</u>
(2) Stock code : _____ Description : _____			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

## 2. Preference Shares

Stock code :	_____	Description :	_____
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

## 3. Other Classes of Shares

Stock code :	_____	Description :	_____
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*State currency*) : **HK\$5,000,000,000**

## 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	<u>1,225,562,371</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>Nil</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>1,225,562,371</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

## 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. _____ _____ _____ _____ _____ ( / / ) shares	_____	_____	_____	_____	_____	_____
2. _____ _____ _____ _____ ( / / ) shares (Note 1)	_____	_____	_____	_____	_____	_____
3. _____ _____ _____ _____ ( / / ) shares (Note 1)	_____	_____	_____	_____	_____	_____
			Total A. (Ordinary shares)		<u>Nil</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)					<u>Nil</u>	

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 value at close of preceding month	Exercised during 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. _____ _____	_____	_____	_____	_____	_____	_____
( / / )	Stock code (if listed) _____	Class of shares issuable ( <i>Note 1</i> ) _____	Subscription price _____	EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )	_____
2. _____ _____	_____	_____	_____	_____	_____	_____
( / / )	Stock code (if listed) _____	Class of shares issuable ( <i>Note 1</i> ) _____	Subscription price _____	EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )	_____
3. _____ _____	_____	_____	_____	_____	_____	_____
( / / )	Stock code (if listed) _____	Class of shares issuable ( <i>Note 1</i> ) _____	Subscription price _____	EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )	_____
4. _____ _____	_____	_____	_____	_____	_____	_____
( / / )	Stock code (if listed) _____	Class of shares issuable ( <i>Note 1</i> ) _____	Subscription price _____	EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )	_____
Total B. (Ordinary shares) <u>Nil</u>				(Preference shares) <u>N/A</u>		
				(Other class) <u>N/A</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. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____						
2. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) ( / / )						
3. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) ( / / )						
4. _____ _____ _____						
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) <u>Nil</u>		
				(Preference shares) <u>N/A</u>		
				(Other class) <u>N/A</u>		

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. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
2. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
3. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
Total D. (Ordinary shares)	<b>NIL</b>	
(Preference shares)	<b>N/A</b>	
(Other class)	<b>N/A</b>	

## 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  (Please refer to remarks)	At price : State currency <u>HK\$0.10</u>	Class of shares issuable (Note 1) <u>Ordinary</u>  Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) <b>(03/04/2012)</b>	<u>Nil</u>	<u>2,451,124,742</u>
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____  Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
3.	Placing under General Mandate	At price : State currency _____	Class of shares issuable (Note 1) _____  Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
4.	Bonus issue		Class of shares issuable (Note 1) _____  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
5. Scrip dividend	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: ( / / ) (dd/mm/yyyy)	_____
6. Repurchase of shares		Class of shares repurchased _____ <i>(Note 1)</i> Cancellation date : ( / / ) (dd/mm/yyyy) AGM approval date: ( / / ) (dd/mm/yyyy)	_____
7. Redemption of shares		Class of shares redeemed _____ <i>(Note 1)</i> Redemption date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)	_____
8. Consideration issue	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> 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
9. Capital reorganisation	Class of shares reduced <i>(Note 1)</i> _____  Effective date : (dd/mm/yyyy) ( / / )  EGM date: (dd/mm/yyyy) ( / / ) _____		
10. Other (Please specify)	At price : State currency _____  Class of shares issued <i>(Note 1)</i> _____  Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / ) _____		
Total E.		(Ordinary shares) <b>Nil</b>	_____
		(Preference shares) <b>N/A</b>	_____
		(Other class) <b>N/A</b>	_____

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) <b>Nil</b>
	(2) <b>N/A</b>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	<b>N/A</b>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	<b>N/A</b>
<i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i>	

Remarks (if any):

**Underwriting Agreement dated 19 January 2012 (as supplemented by a supplemental agreement dated 16 April 2012 by the same parties) in connection with the Rights Issue of Rights Shares of the Company as approved at the EGM held on 3 April 2012.**

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Submitted by: Chow Mun Yee

Title: Executive Director  
(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.*