



香港交易所

Monthly Return of Equity Issuer on Movements in SecuritiesFor the month ended (dd/mm/yyyy) : 31/12/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer The Hong Kong Building and Loan Agency LimitedDate Submitted 6 January 2014**I. Movements in Authorised Share Capital****1. Ordinary Shares**

(1) Stock code : <u>00145</u> Description : <u>HK BLDG & LOAN</u>				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	<u>3,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$300,000,000.00</u>	
Increase/(decrease)	<u>0</u>		<u>0</u>	
Balance at close of the month	<u>3,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$300,000,000.00</u>	

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

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\$300,000,000.00

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>437,105,466</u>	<u>--</u>	<u>--</u>	<u>--</u>
Increase/ (decrease) during the month	<u>103,480,000</u>	<u>--</u>	<u>--</u>	<u>--</u>
Balance at close of the month	<u>540,585,466</u>	<u>--</u>	<u>--</u>	<u>--</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.Exercise Price HK\$0.273 Date of grant: 28 December 2012 Option Scheme approved on 22/05/2008 Ordinary shares	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>13,488,000</u>
(Note 1)						
2. -- (/ /) shares	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>
(Note 1)						
3. -- (/ /) shares	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>
(Note 1)						
			Total A. (Ordinary shares)		<u>0</u>	
			(Preference shares)		<u>--</u>	
			(Other class)		<u>--</u>	
Total funds raised during the month from exercise of options (State currency)				<u>0</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) _____ (Preference shares) _____ (Other class) _____				_____	_____	_____

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. Convertible Bonds	HK\$	1,566,000	626,400	1,566,000	3,480,000	11,185,714
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	Originally HK\$0.18 and was subsequently adjusted to HK\$0.14 with effect from 19 December 2013					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2. Convertible Bonds	HK\$	NIL	13,500,000	4,050,000	100,000,000	30,000,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.135					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. --	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. --	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total C. (Ordinary shares)		103,480,000	
			(Preference shares)		--	
			(Other class)		--	

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
<p>1. In accordance with the terms and conditions of the Second Placing Agreement, the Second Placing was completed on 8 October 2012 and a total of 100 Options had been successfully placed to not less than six Placees at the premium of HK\$7,830 per Option. Upon exercise of each of the Option, the Optionholder is entitled to subscribe for the Convertible Bonds in the principal amount of HK\$156,600 at the Subscription Price of HK\$156,600. 10 Options had been converted into Convertible Bonds in the principal amount of HK\$1,566,000.00 in November 2013. 4 Options had also been converted into Convertible Bonds in the principal amount of HK\$626,400.00 in December 2013. Assuming exercise of all of the 86 remaining Options, the Option holders are entitled to subscribe for, in aggregate, the Convertible Bonds in the principal amount of up to HK\$13,467,600 at the Subscription Price of HK\$13,467,600. Since the Capital Reorganisation became effective, the Convertible Bonds are convertible at the Conversion Price of HK\$0.14 per Conversion Share as adjusted with effect from 19 December 2013. (See Remark 1)</p> <p style="text-align: right;">(/ /) shares (Note 1)</p>	0	96,197,142
<p>2. On 26 February 2013 (after trading hours), 15 March 2013, 22 August 2013 and 16 October 2013, the Company entered into the Placing Agreement, the supplemental Placing Agreement, the second supplemental Placing Agreement and the third supplemental Placing Agreement with the Placing Agent pursuant to which the Placing Agent has conditionally agreed to procure, the Placees to subscribe for no more than 5 Tranches (in which the principal amount of the Convertible Bonds placed in each Tranche will be HK\$1,350,000 or any multiple thereof) of the Convertible Bonds of up to an aggregate principal amount of HK\$60,750,000 (revised) on a best-effort basis. Approved by the shareholders at the EGM held on 5 November 2013, based on the initial conversion price of HK\$0.135 per Conversion Share, up to a maximum of 450,000,000 Conversion Shares (revised) will be allotted and issued upon exercise of the conversion rights attached to the Convertible Bonds in full. The completion of the Placing of the first tranche of the Convertible Bonds in the aggregate principle amount of HK\$17,550,000 took place on 19 December 2013 and the subsequent conversion of HK\$13,500,000 Convertible Bonds took place on 27 December 2013. (See Remark 2)</p> <p style="text-align: right;">(05/11/2013) shares (Note 1)</p>	0	320,000,000
<p>3.</p> <p style="text-align: right;">(/ /) shares (Note 1)</p>		
<p>Total D. (Ordinary shares)</p> <p>(Preference shares)</p> <p>(Other class)</p>	<p>0</p> <p>--</p> <p>--</p>	

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	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)	_____	_____
2.	Open offer	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)	_____	_____
3.	Placing	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)	_____	_____
4.	Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____

			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
Type of Issue				
5. Scrip dividend	At price : State currency _____	_____	Class of shares issuable (Note 1)	_____
		_____	Issue and allotment date : (dd/mm/yyyy)	(/ /)
		_____	EGM approval date: (dd/mm/yyyy)	(/ /)
		_____		_____
6. Repurchase of shares		_____	Class of shares repurchased (Note 1)	_____
		_____	Cancellation date : (dd/mm/yyyy)	(/ /)
		_____	EGM approval date: (dd/mm/yyyy)	(/ /)
		_____		_____
7. Redemption of shares		_____	Class of shares redeemed (Note 1)	_____
		_____	Redemption date : (dd/mm/yyyy)	(/ /)
		_____	EGM approval date: (dd/mm/yyyy)	(/ /)
		_____		_____
8. Consideration issue	At price : State currency _____	_____	Class of shares issuable (Note 1)	_____
		_____	Issue and allotment date : (dd/mm/yyyy)	(/ /)
		_____	EGM approval date: (dd/mm/yyyy)	(/ /)
		_____		_____

For Main Board and GEM listed issuers

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 issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
10. Other (Please specify)	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) (/ /)	_____	_____
		Total E. (Ordinary shares) _____	_____
		(Preference shares) _____	_____
		(Other class) _____	_____

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>103,480,000</u>
	(2)	<u>--</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>--</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>--</u>
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

(1) For details, please refer to the Company's announcements dated 24 July 2012, 8 October 2012, 18 December 2012 and 31 December 2013.

(2) For details, please refer to the Company's announcements dated 28 February 2013, 15 March 2013, 22 August 2013, 16 October 2013 and 5 November 2013 as well as circular dated 21 October 2013.

Submitted by: Tricor Tengis Limited

Title: Share Registrar
(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