



香港交易所

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

For the month ended (dd/mm/yyyy) : 28/02/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer EC-Founder (Holdings) Company Limited

Date Submitted 5 March 2013

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 00618 Description : EC-Founder

	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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>Nil</u>		<u>Nil</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 : -- Description : --

	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
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>1,633,969,016</u>	<u>--</u>	<u>--</u>	<u>--</u>
Increase/ (decrease) during the month	<u>Nil</u>	<u>--</u>	<u>--</u>	<u>--</u>
Balance at close of the month	<u>1,633,969,016</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		
<u>1.Exercise Price</u> <u>HK\$0.281</u>						
<u>Meeting approved</u> <u>(24 / 05 / 2002)</u>						
Ordinary shares (Note 1)	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>42,056,200</u>
<u>2.Exercise Price</u> <u>HK\$</u>						
<u>Meeting approved</u> <u>( / / )</u>						
Ordinary shares (Note 1)						
<u>3.Exercise Price</u> <u>HK\$</u>						
<u>Meeting approved</u> <u>( / / )</u>						
Ordinary shares (Note 1)						
			Total A. (Ordinary shares)		<u>Nil</u>	
			(Preference shares)		<u>--</u>	
			(Other class)		<u>--</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) _____ (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. _____ _____ _____						
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) _____ (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
1. Proposed issue of Convertible Bonds with an aggregate principal amount of HK\$310 million Consideration Convertible Bonds and HK\$62 million Subscription Convertible Bonds pursuant to the S & P and Subscription Agreement dated 23 August 2012. Upon conversion in full of the Convertible Bonds, an aggregate of 865,116,278 Conversion Shares will be issued upon conversion at the Conversion price of HK\$0.43 per Conversion Share. For details, please refer to the announcement dated 6 September 2012 and the circular dated 16 November 2012 SGM approval date : 5/12/2012  Ordinary shares (Note 1)	N/A	N/A
2.          Ordinary shares (Note 1)		
3.    ( / / ) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil	

Other Movements in Issued Share Capital

				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					
1. Rights issue	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) ( / / )	( / / )	
			EGM approval date: (dd/mm/yyyy) ( / / )		
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	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 (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)	_____ Nil
	(2)	_____ - -
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		_____ - -
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		_____ - -
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

