

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : \_\_\_\_31 January 2011

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Freeman Financial Corporation Limited |
|----------------|---------------------------------------|
| Date Submitted | 1 February 2011                       |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares                  |                        |                                  |   |
|-------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code : <u>279</u> Descr   | ription : Ordinar      | y Shares                         |   |
|                                     | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | 50,000,000,000         | HK\$0.10                         | <u>HK\$5,000,000,000</u>                        |
| Increase/(decrease)                 | Nil                    | Nil                              | Nil   |
| Balance at close of the month       | 50,000,000,000         | <u>HK\$0.10</u>                  | <u>HK\$5,000,000,000</u>                        |
| (2) Stock code :Desc                | ription :              |                                  |   |
|                                     | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |                        |                                  |   |
| Increase/(decrease)                 |                        |                                  |   |
| Balance at close of the month       |                        |                                  | ,   |
|                                     |                        |                                  |   |

## 2. Preference Shares

| Stock code :E                     | Description :                     |                                  |   |
|-----------------------------------|-----------------------------------|----------------------------------|---|
|                                   | No. of preference shares          | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding mon | th                                |                                  |   |
| Increase/(decrease)               |                                   |                                  |   |
| Balance at close of the month     |                                   |                                  |   |
| 3. Other Classes                  |                                   |                                  |   |
| of Shares Stock<br>code : E       | Description :                     |                                  |   |
|                                   | No. of other<br>classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding mon | th                                |                                  |   |
| Increase/(decrease)               |                                   |                                  |   |
| Balance at close of the month     |                                   |                                  |   |

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

No. of new shares of

## II. Movements in Issued Share Capital

|  | No. of ordina | ary shares | No of preference | No. of other classes |
|--|---------------|------------|------------------|----------------------|
|  | (1)           | (2)        | shares           | of shares            |
| Balance at close of preceding month      | 2,531,883,250 | N/A        | N/A              | N/A                  |
| Increase/ (decrease)<br>during the month | 2,181,818,181 | N/A        | N/A              | <u>N/A</u>           |
| Balance at close of the month            | 4,713,701,431 | N/A        | N/A              | <u>N/A</u>           |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| rticulars of share |                           | No. of new shares of |
|--------------------|---------------------------|----------------------|
| option scheme      |                           | issuer issued during |
| including EGM      |                           | the month pursuant   |
| approval date      | Movement during the month | thereto              |
| 0                  | Movement during the month |                      |

| option scheme<br>including EGM   |               |                  |                  |              | issuer issued during<br>the month pursuant<br>thereto | issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|----------------------------------|---------------|------------------|------------------|--------------|---|--|
| approval date (dd/mm/yyyy) and - |               | Movement durin   | ng the month     |              | - ulereto   | as at close of the month   |
| class of shares                  |               |                  |                  |              |   |  |
| issuable                         | Granted       | Exercised        | Cancelled        | Lapsed       |   |  |
| 1.                               |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
| $\overline{( \ \ \ \ \ \ \ )}$   |               |                  |                  |              |   |  |
| shares                           |               |                  |                  |              |   |  |
| (Note 1)                         |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
| 2.                               |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
| shares                           |               |                  |                  |              |   |  |
| (Note 1)                         |               |                  |                  |              |   |  |
| (1000 1)                         |               |                  |                  |              |   |  |
| 3.                               |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
|                                  |               |                  |                  |              |   |  |
| ( / / )                          |               |                  |                  |              |   |  |
| (Note 1) shares                  |               |                  |                  |              |   |  |
| (Note 1)                         |               | То               | tal A. (Ordin    | arv shares)  | NIL   |  |
|                                  |               | 10               |                  | nce shares)  |   |  |
|                                  |               |                  |                  | Other class) |   |  |
|                                  |               |                  |                  |              |   |  |
| Total funds raised du            | ing the month | from exercise of | f options (State | currency)    | NIL   |  |
|                                  |               |                  |                  |              |   |  |

Warrants to Issue Shares of the Issuer which are to be Listed

|  |                                 |   |                                  | For Main Board  |  |  |
|--|---------------------------------|---|----------------------------------|---|--|--|
| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month                                     | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
| 1.   |                                 |   |                                  |   |  |  |
|  |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date | ·                               |   |                                  |   |  |  |
| (if applicable)<br>(dd/mm/yyyy)  | ( / /                           | )   |                                  |   |  |  |
| <u>2</u> .   |                                 | ,   |                                  |   |  |  |
|  | -<br>-                          |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date   |                                 |   |                                  |   |  |  |
| (if applicable)<br>(dd/mm/yyyy)<br>3.  | ( / /                           | )   |                                  |   |  |  |
| ( / / )  | ·                               |   |                                  | . <u></u>   |  | - <u>-</u>   |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )  |                                 |   |                                  |   |  |  |
| Subscription price   |                                 |   |                                  |   |  |  |
| (if applicable)  |                                 |   |                                  |   |  |  |
| (dd/mm/yyyy)4.   |                                 | )   |                                  |   |  |  |
|  |                                 |   |                                  |   |  |  |
| Class of shares  |                                 |   |                                  |   |  |  |
| issuable ( <i>Note 1</i> )<br>Subscription price   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | ( / /                           | )   |                                  |   |  |  |
|  |                                 | Total   | (Prefere                         | nary shares) <u>NII</u><br>ence shares) <u>N/A</u><br>Other class) <u>N/A</u> |  |  |

For Main Board and GEM listed issuers

| Convertibles (i.e. Convertible in<br>Class and description<br><b>1. Up to HK\$550 million</b> | Currency of A<br>amount<br>outstanding |            | Converted<br>during the<br>month | Amount at<br>close of the<br>month                               | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--|------------|----------------------------------|--|--|--|
| convertible bonds<br>convertible into shares  |  |            |                                  |  |  |  |
| Stock code (if listed)  |  | 50,000,000 | 50,000,000                       | Nil  | 181,818,181  | Nil  |
| Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price                           | Ordinary<br>HK\$0.275                  |            |                                  |  |  |  |
| (if applicable)<br>(dd/mm/yyyy))  | 06/09/2010                             |            |                                  |  |  |  |
|   |  |            |                                  |  |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price |  | _          |                                  |  |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3.                                    | (//)                                   |            |                                  |  |  |  |
| Stock code (if listed)  |  |            |                                  |  |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date      |  |            |                                  |  |  |  |
| (if applicable)<br>(dd/mm/yyyy)   |  |            |                                  |  |  |  |
| Stock code (if listed)  | <u> </u>                               |            |                                  |  |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date      |  |            |                                  |  |  |  |
| (if applicable)<br>(dd/mm/yyyy)   | ( / / )                                |            |                                  | nary shares) <u>181</u>  |  | -  |
|   |  |            |                                  | ence shares) $\frac{N/A}{N/A}$<br>Other class) $\frac{N/A}{N/A}$ |  | -<br>-   |

| Full particulars including EGM approval date (dd/mm/yyyy),<br>if applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|--|---|--|
| 1  |   |  |
| ( / / )<br>shares (Note 1)   |   |  |
| 2  |   |  |
| ( / / )<br>shares (Note 1)   |   |  |
| 3  |   |  |
|  |   |  |
| shares (Note 1)  |   |  |
| Total D.     (Ordinary shares)       (Preference shares)   | NIL<br>N/A  |  |
| (Other 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)

| Oth | er Movements in Issued Share Capital                                     |   |                    | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of<br>the month |
|-----|--|---|--------------------|---|---|
|     |  | Class of shares issuable (Note 1)                               |                    |   |   |
| 1.  | Rights issue At price : State<br>currency                                | Issue and allotment<br>date : (dd/mm/yyyy)                      | (//)               |   |   |
|     |  | EGM approval date:<br>(dd/mm/yyyy)                              | ( / / )            |   |   |
|     |  | Class of shares issuable (Note 1)                               |                    |   |   |
| 2.  | Open offer At price : State  | ( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy) | ( / / )            |   |   |
|     |  | EGM approval date:<br>(dd/mm/yyyy)                              | ( / / )            |   |   |
|     |  | Class of shares issuable (Note 1)                               | Ordinary<br>Shares |   |   |
| 3.  | Placing under<br>Specific Mandate At price : State<br>currency HK\$0.275 | Issue and allotment<br>date : (dd/mm/yyyy)                      | (14/01/2011)       |   |   |
|     |  | EGM approval date:<br>(dd/mm/yyyy)                              | (23/11/2010)       | 2,000,000,000   | Nil   |
|     |  | Class of shares issuable ( <i>Note 1</i> )                      |                    |   |   |
| 4.  | Bonus issue  | Issue and allotment<br>date : (dd/mm/yyyy)                      | ( / / )            |   |   |
|     |  | EGM approval date:<br>(dd/mm/yyyy)                              | ( / / )            |   |   |
|     |  |   |                    |   |   |

|    |                      |                                  | Fe   | or Main E | Soar | d and GEM listed is   |  |
|----|----------------------|----------------------------------|--|-----------|------|---|--|
|    |                      |                                  |  |           |      | No. of new shares<br>of issuer issued<br>during the month<br>pursuant thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of |
|    | Type of Issue        |                                  |  |           |      |   | the month  |
|    |                      |                                  |  |           |      |   |  |
|    |                      |                                  | Class of shares issuable ( <i>Note 1</i> ) |           |      |   |  |
| 5. | Scrip dividend       | At price : State<br>currency ——— | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /     | )    |   |  |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /     | )    |   |  |
|    |                      |                                  |  |           |      |   |  |
|    |                      |                                  | Class of shares repurchased (Note 1)       |           |      |   |  |
| 6. | Repurchase of shares |                                  | Cancellation date :<br>(dd/mm/yyyy)        | ( / /     | )    |   |  |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /     | )    |   |  |
|    |                      |                                  |  |           |      |   |  |
|    |                      |                                  | Class of shares redeemed (Note 1)          |           |      |   |  |
| 7. | Redemption of shares |                                  | Redemption date :<br>(dd/mm/yyyy)          | ( / /     | )    |   |  |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /     | )    |   |  |
|    |                      |                                  |  |           |      |   |  |
|    |                      |                                  | Class of shares issuable (Note 1)          |           |      |   |  |
| 8. | Consideration issue  | At price : State<br>currency     | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /     | )    |   |  |
|    |                      |                                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / /     | )    |   |  |
|    |                      |                                  |  |           |      |   |  |
|    |                      |                                  |  |           |      |   |  |

|     | For Main Board and GEM listed issuers         |                         |              |                     |                     |  |
|-----|---|-------------------------|--------------|---------------------|---------------------|--|
|     |   |                         |              | No. of new shares   |                     |  |
|     |   |                         |              | of issuer issued    | shares of           |  |
|     |   |                         |              | during the month    | issuer              |  |
|     |   |                         |              | pursuant thereto    | which may be issued |  |
|     |   |                         |              |                     |                     |  |
|     |   |                         |              |                     | pursuant thereto as |  |
|     |   |                         |              |                     | at close of         |  |
|     | Type of Issue                                 |                         |              |                     | the month           |  |
|     |   |                         |              |                     |                     |  |
|     |   | Class of shares reduced |              |                     |                     |  |
|     |   | (Note 1)                |              |                     |                     |  |
| 9.  | Capital                                       | (2.002 2)               |              |                     |                     |  |
| 9.  | reorganisation                                | Effective date :        | ( / /        | )                   |                     |  |
|     |   | (dd/mm/yyyy)            |              |                     |                     |  |
|     |   | EGM date:               |              |                     |                     |  |
|     |   | (dd/mm/yyyy)            | ( / /        | )                   |                     |  |
|     |   | (dd/min/yyyy)           |              | ,                   |                     |  |
|     |   |                         |              |                     | _                   |  |
|     |   |                         |              |                     |                     |  |
|     |   |                         |              |                     |                     |  |
|     |   |                         |              |                     |                     |  |
|     |   | Class of shares issued  |              | _                   |                     |  |
|     |   | (Note 1)                |              |                     |                     |  |
| 10. | Other State                                   |                         |              |                     |                     |  |
|     | (Please specify) At price : State<br>currency | Issue and allotment     |              |                     |                     |  |
|     |   | date : (dd/mm/yyyy)     | ( / /        | )                   |                     |  |
|     |   | EGM approval date:      |              |                     |                     |  |
|     |   | (dd/mm/yyyy)            |              | `                   |                     |  |
|     |   |                         | ( / /        | )                   | _                   |  |
|     |   |                         |              |                     |                     |  |
|     |   | Total E. (C             | Ordinary sha | ares) 2,000,000,000 |                     |  |
|     |   | (Pre                    | eference sha | ares) N/A           |                     |  |
|     |   |                         | (Other cl    | lass) N/A           |                     |  |
|     |   |                         |              |                     |                     |  |
|     |   |                         |              |                     |                     |  |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):         | (1)    | 2,181,818,181   |
|---|--------|-----------------|
|   | (2)    | N/A             |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):       |        | N/A             |
| 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 Issu    | ied Sh | are Capital").) |

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Remarks (if any):

| Submitted by:Lo Kan Sun                                |
|--|
| Title:Managing Director                                |
| (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.