



香港交易所

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

For the month ended (dd/mm/yyyy) : 31 May 2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Freeman Financial Corporation Limited

Date Submitted 6 June 2013

#### 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 (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>100,000,000,000</u>	<u>HK\$0.05</u>	<u>HK\$5,000,000,000</u>	
Increase/(decrease)	<u>400,000,000,000</u>	<u>(HK\$0.04)</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>	
	(Note 1)	(Note 1)		
(2) Stock code :	_____	Description :	_____	
		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	_____	_____	_____	

#### Note 1:

Capital Reorganisation (Share Consolidation of every ten issued Shares of HK\$0.05 each be consolidated into one Consolidated Share of HK\$0.50 each; the nominal value of each issued Consolidated Share be reduced from par value of HK\$0.50 each to par value of HK\$0.01 each by cancellation of the paid-up capital to the extent of HK\$0.49 on each issued Consolidated Share; and each authorised but unissued Share of HK\$0.05 each be subdivided into five Adjusted Shares of HK\$0.01 each) effective from 4:00 p.m. on 30 May 2013.

## 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>913,871,160</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>(818,277,296)</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>95,593,864</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 (Note 1)	_____	_____	_____	_____	_____	_____
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)	<b>Nil</b>	
				(Preference shares)	<b>N/A</b>	
				(Other class)	<b>N/A</b>	

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.		

## 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\$0.85</u>	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>Ordinary Shares</u> ( / / )  (18/02/2013)	<u>Nil</u>  <b>191,187,728 Rights Shares</b>
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	<u>HK\$0.10</u>	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>Ordinary Shares</u> (30/05/2013) ( / / )	<u>42,067,480 shares</u>  N/A
4.	Bonus issue				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

				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 _____ <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) ( / / )	_____	_____



For Main Board and GEM listed issuers

		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
<b>Type of Issue</b>			
9. Capital reorganisation <b>(Please refer to Remarks)</b>	Class of shares issuable <i>(Note 1)</i>	<b>Ordinary Shares</b>	
	Effective date : (dd/mm/yyyy)	<b>(30/05/2013)</b>	
	EGM approval date: (dd/mm/yyyy)	<b>(18/02/2013)</b>	<b>(860,344,776) shares</b>
			<b>N/A</b>
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)	<b>(818,277,296)</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>(818,277,296)</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):

**For more details of the Capital Reorganisation and the Rights Issue, please refer to the Company's circular dated 17 January 2013 (the "Circular"). Unless otherwise defined, terms defined in the Circular shall have the same meanings when used in this monthly return.**

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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.*