



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer The Hong Kong Building and Loan Agency Limited

Date Submitted 7 October 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 (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| (2) Stock code : <u>N/A</u> 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 : | <u>N/A</u> | 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 : | <u>N/A</u> | 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*) :

_____ N/A

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>1,017,047,066</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| Increase/ (decrease) during the month | <u>8,702,400</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| Balance at close of the month | <u>1,025,749,466</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>8,702,400</u> | <u>0</u> | <u>0</u> | <u>8,702,400</u> | <u>0</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>8,702,400</u> | |
| | | | (Preference shares) | | <u>--</u> | |
| | | | (Other class) | | <u>--</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | | <u>HK\$2,375,755.20</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 (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) | | | | | | |
| 2. _____ _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ 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 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 | 0 | 1,566,000 | 0 | 15,660,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary | | | | | |
| Subscription price | Originally HK\$0.18 and was subsequently further adjusted to HK\$0.10 with effect from 17 February 2014 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 2. Convertible Bonds | | | | | | |
| | HK\$ | 36,450,000 | 0 | 41,850,000 | 0 | 310,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary | | | | | |
| Subscription price | HK\$0.135 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (5/11/2013) | | | | | |
| 3. Convertible Bonds | | | | | | |
| | HK\$ | 434,980,010 | 0 | 434,980,010 | 0 | 543,725,012 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary | | | | | |
| Subscription price | HK\$0.80 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (30/04/2014) | | | | | |
| 4. Convertible Bonds | | | | | | |
| | HK\$ | 827,520,000 | 0 | 827,520,000 | 0 | 1,034,400,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary | | | | | |
| Subscription price | HK\$0.80 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (30/04/2014) | | | | | |
| | | | | Total C. (Ordinary shares) | 0 | |
| | | | | (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. On 27 May 2014, the Company and the Joint Placing Agents entered into the Placing Agreement pursuant to which, the Company has conditionally agreed to place, through the Joint Placing Agents on a best effort basis, up to 397,000,000 Placing Shares in Tranches at the Placing Price of HK\$0.8 per Placing Share, to not less than six Placees who and whose beneficial owners are independent third parties to the Company.</p> <p>Pursuant to the Stock Lending and Subscription Agreement, which is to be entered into between the Company, the Other Vendors, and Pacific Foundation Securities Ltd., the Other Vendors would conditionally agree to lend or otherwise make available the PF Placing Shares to Pacific Foundation Securities Ltd. for the purpose of the PF Placing, and Pacific Foundation Securities Ltd. shall be authorised to deal with the PF Placing Shares in such manner in the PF Placing under the Placing as it deems fit and appropriate. The Other Vendors would also undertake to subscribe for up to 87,000,000 GM Subscription Shares as is equivalent to the exact number of PF Placing Shares placed in the PF Placing, and the GM Subscription shall be governed and regulated by the provisions under the Stock Lending and Subscription Agreement. The GM Subscription Shares will be issued under the General Mandate.</p> <p>On 27 May 2014, the Company, the First Vendor, and FT Securities Limited entered into the CB Lending and Subscription Agreement pursuant to which, the First Vendor has conditionally agreed to lend or otherwise make the Convertible Bonds available to FT Securities Limited at the principal amount of the Convertible Bonds, and FT Securities Limited may convert the principal amount of the Convertible Bonds or any part thereof into such number of Shares for the purpose of the FT Placing. The Company shall use its best endeavours to ensure the issuance of the New CB, and FT Securities Limited shall subscribe for the New CB in accordance with the CB Lending and Subscription Agreement, and the Transfer shall take place immediately after the completion of the CB Subscription. FT Securities Limited shall subscribe for the New CB in such principal amount as is equivalent to the aggregate principal amount of the Convertible Bonds being converted into FT Placing Shares for the purpose of the FT Placing to be issued by the Company, and in any event, the principal amount of the New CB shall not exceed HK\$41,850,000, and the terms and conditions of the New CB shall be exactly identical to those of the Convertible Bonds. The New CB under the CB Subscription will be issued under the Specific Mandate. Completion of the CB Subscription took place on 19 September 2014. Based on the initial conversion price of HK\$0.135 of the New CB, a maximum number of 310,000,000 New Conversion Shares will be allotted and issued upon exercise of the conversion rights attaching to the New CB in full. A total of 87,000,000 Placing Shares had been allotted on 13 June 2014 pursuant to the Stock Lending and Subscription Agreement.</p> <p>(See Remarks 1)</p> <p style="text-align: right;">(/ /) shares (Note 1)</p> | 0 | 310,000,000 |
| <p>2. (/ /) shares (Note 1)</p> <p style="text-align: right;">Total D. (Ordinary shares)</p> <p style="text-align: right;">(Preference shares)</p> <p style="text-align: right;">(Other class)</p> | 0 - - - - | |

Other Movements in Issued Share Capital

| 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) | (/ /) | | |
| | | | | | _____ | _____ |
| | | | | | | |

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 |
|-------------------------|---------------------------------|--|---|
| 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

| | | 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 | | | |
| 9. Capital reorganisation | Class of shares issuable _____ (Note 1) | | |
| | 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 _____ (Note 1) | | |
| | 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) | 8,702,400 |
| | (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> | | |

