



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer The Hong Kong Building and Loan Agency Limited

Date Submitted 2 February 2012

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>30,000,000,000</u>		<u>30,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$3,000,000,000.00</u>
Increase/(decrease)	<u>0</u>		<u>0</u>		<u>0</u>
Balance at close of the month	<u>30,000,000,000</u>		<u>30,000,000,000</u>	<u>HK\$0.10</u>	<u>HK\$3,000,000,000.00</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\$3,000,000,000.00

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>4,351,488,667</u>	<u>--</u>	<u>--</u>	<u>--</u>
Increase/ (decrease) during the month	<u>0</u>	<u>--</u>	<u>--</u>	<u>--</u>
Balance at close of the month	<u>4,351,488,667</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. _____ _____ _____ (/ /) _____ shares (Note 1)	_____	_____	_____	_____	_____	_____
2. _____ _____ _____ (/ /) _____ shares (Note 1)	_____	_____	_____	_____	_____	_____
3. _____ _____ _____ (/ /) _____ shares (Note 1)	_____	_____	_____	_____	_____	_____
			Total A. (Ordinary shares)	_____		
			(Preference shares)	_____		
			(Other class)	_____		
Total funds raised during the month from exercise of options (State currency)	_____					

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. Non-listed Warrants						
(See Remark (1))						
	<u>HK\$</u>	<u>5,520,000.00</u>	<u>0</u>	<u>5,520,000.00</u>	<u>0</u>	<u>552,000,000</u>
(21/06/2012)						
Stock code (if listed)	<u>N/A</u>					
Class of shares issuable (<i>Note 1</i>)	<u>Ordinary</u>					
Subscription price	<u>HK\$0.147 (subject to adjustment)</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(28/05/2010)</u>					
2.						
(/ /)						
Stock code (if listed)	<u></u>					
Class of shares issuable (<i>Note 1</i>)	<u></u>					
Subscription price	<u></u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
3.						
(/ /)						
Stock code (if listed)	<u></u>					
Class of shares issuable (<i>Note 1</i>)	<u></u>					
Subscription price	<u></u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
4.						
(/ /)						
Stock code (if listed)	<u></u>					
Class of shares issuable (<i>Note 1</i>)	<u></u>					
Subscription price	<u></u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
Total B. (Ordinary shares)					<u>0</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. Convertible Bonds (See Remark (2))	HK\$	78,720.00	0	78,720.00	0	787,200
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.10					
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)	0	
				(Preference shares)	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)

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. Pursuant to the Sale and Purchase Agreement dated 23 February 2011 (as amended), the Company will issue the Convertible Notes for an aggregate principal amount of HK\$1,650,000,000 upon completion of the Acquisition. Should the Conversion right attached to the Convertible Notes be exercised in full, a maximum of 10,312,500,000 Conversion Shares would be issued. Completion of the Acquisition is still conditional upon, among others, the fulfilment (or waiver, as the case may be) of the conditions precedent set out in the Sale and Purchase Agreement (as amended). (For details, please refer to the Circular dated 31 May 2011 and Announcements dated 20 July 2011, 30 September 2011 and 6 October 2011, respectively)</p> <p style="text-align: right;">EGM Approval Date: (24/06/2011) Ordinary shares (<i>Note 1</i>)</p>	NIL	10,312,500,000
<p>2. Pursuant to the Sale and Purchase Agreement dated 23 February 2011 (as amended), the Company will issue an aggregate of 3,750,000,000 Consideration shares upon completion of the Acquisition. Completion of the Acquisition is still conditional upon, among others, the fulfilment (or waiver, as the case may be) of the conditions precedent set out in the Sale and Purchase Agreement (as amended). (For details, please refer to the Circular dated 31 May 2011 and Announcements dated 20 July 2011, 30 September 2011 and 6 October 2011, respectively)</p> <p style="text-align: right;">EGM Approval Date: (24/06/2011) Ordinary shares (<i>Note 1</i>)</p>	NIL	3,750,000,000
<p>3. N/A</p> <p style="text-align: right;">(/ /) shares (<i>Note 1</i>)</p>		
<p style="text-align: right;">Total D. (Ordinary shares) (Preference shares) (Other class)</p>	0 N/A N/A	

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)	0
	(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>		

Remarks (if any):

(1) Pursuant to the Supplemental Warrant Placing Agreement entered into between the Company and the Placing Agent on 7 June 2010, 562,000,000 non-listed Warrants have been subscribed by the Placees at a warrant issue price of HK\$0.01 per Warrant. The Warrant entitling the holder thereof to subscribe for one ordinary share of the Company at an initial warrant exercise price of HK\$0.147 per share (subject to adjustment) for a period of 24 months commencing from the date of issue of the Warrants.

(2) For details, please refer to the Company's prospectus dated 15 April 2010 and announcement dated 5 May 2010 in relation to the Open Offer of 562,500,000 Offer Shares at the Subscription Price on the basis of one Offer Share for every four Shares held on the Record Date, with a further Option to subscribe for the Convertible Bonds with a principal amount of equal or not more than 80% of the aggregate value of the Offer Share allotted to the subscriber (i.e. the maximum number of the Conversion Shares is 449,999,997).

(3) Pursuant to the Second Placing Agreement entered into between the Company and the Placing Agent on 18 October 2011, the Company has conditionally agreed to place, through the Placing Agent on a best-effort basis, all of the 6,500,000,000 placing shares at the placing price of HK\$0.144 to HK\$0.160 per placing share, to not less than six placees. For details, please refer to the Company's announcements dated 18 October 2011, 30 November 2011, 9 January 2012 and 12 January 2012, respectively and the Company's circular dated 15 November 2011.

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