



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28/02/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer The Hong Kong Building and Loan Agency Limited

Date Submitted 3 March 2015

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>1,025,749,466</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| Increase/ (decrease) during the month | <u>200,000,000</u> | <u>--</u> | <u>--</u> | <u>--</u> |
| Balance at close of the month | <u>1,225,749,466</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 Option Scheme approved on 22/05/2008 Ordinary shares | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> |
| (Note 1) | | | | | | |
| 2. Exercise Price HK\$0.9 Option Scheme approved on 22/05/2008 Ordinary shares | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>4,000,000</u> (vesting period until 22 January 2016) |
| (Note 1) | | | | | | |
| 2. Exercise Price HK\$1.5 Option Scheme approved on 22/05/2008 Ordinary shares | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>4,000,000</u> (vesting period until 22 January 2017) |
| (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | <u>0</u> | |
| | | | (Preference shares) | | <u>--</u> | |
| | | | (Other class) | | <u>--</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | <u>0</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 (Note 1) | 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\$ | 41,850,000 | 27,000,000 | 14,850,000 | 200,000,000 | 110,000,000 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | 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 (Note 1) | 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 (Note 1) | Ordinary | | | | | |
| Subscription price | HK\$0.80 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (30/04/2014) | | | | | |
| | | | | Total C. (Ordinary shares) | 200,000,000 | |
| | | | | (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. _____ _____ _____ (/ /) shares (Note 1) | | |
| 2. _____ _____ _____ (/ /) shares (Note 1) | | |
| 3. _____ _____ _____ (/ /) shares (Note 1) | | |
| Total D. (Ordinary shares) (Preference shares) (Other class) | | |

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 _____ (<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) (/ /) | |
| | | EGM 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 |
|---|--|--|---|
| 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) | 200,000,000 |
| | (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> | | |

