



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28 February 2013

To: Hong Kong Exchanges and Clearing Limited

Name of Issuer Binhai Investment Company Limited

Date Submitted 05/03/2013

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code: 8035 Description: N/A

| | No. of ordinary shares | Par value <i>HKD</i> | Authorised share capital <i>HKD</i> |
|-------------------------------------|------------------------|-------------------------|--|
| Balance at close of preceding month | <u>15,000,000,000</u> | <u>0.01</u> | <u>150,000,000</u> |
| Increase/(decrease) | <u>Nil</u> | <u></u> | <u>Nil</u> |
| Balance at close of the month | <u>15,000,000,000</u> | <u>0.01</u> | <u>150,000,000</u> |

(2) Stock code: N/A Description: N/A

| | No. of ordinary shares | Par value <i>(State currency)</i> | Authorised share capital <i>(State currency)</i> |
|-------------------------------------|------------------------|--------------------------------------|---|
| Balance at close of preceding month | <u></u> | <u></u> | <u></u> |
| Increase/(decrease) | <u></u> | <u></u> | <u></u> |
| Balance at close of the month | <u></u> | <u></u> | <u></u> |

2. Preference Shares

| Stock code: | <u>Nil</u> | Description: | <u>Convertible Preference Shares and Redeemable Preference Shares</u> | |
|-------------------------------------|------------|---|---|--|
| | | No. of preference shares | Par value <i>HKD</i> | Authorised share capital <i>HKD</i> |
| Balance at close of preceding month | | 170,000,000 Convertible Preference Shares | 1.00 | 170,000,000 |
| | | 8,600,000 Redeemable Preference Shares | 50.00 | 430,000,000 |
| Increase/(decrease) | | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | | 170,000,000 Convertible Preference Shares | 1.00 | 170,000,000 |
| | | 8,600,000 Redeemable Preference Shares | 50.00 | 430,000,000 |

3. Other Classes of Shares

| Stock code: | <u>N/A</u> | Description: | <u>N/A</u> | |
|-------------------------------------|------------|--------------------------------|--------------------------------------|---|
| | | 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 HKD

750,000,000

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 | 5,992,812,000 | Nil | 170,000,000 Convertible Preference Shares 8,600,000 Redeemable Preference Shares | Nil |
| Increase/ (decrease) during the month | Nil | Nil | Nil | Nil |
| Balance at close of the month | 5,992,812,000 | Nil | 170,000,000 Convertible Preference Shares 8,600,000 Redeemable Preference Shares | Nil |

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. Share option scheme exercise price: HK\$0.56 (20/08/2010) Ordinary shares (Note 1) | Nil | Nil | Nil | Nil | Nil | 74,000,000 |
| 2. (/ /) shares (Note 1) | | | | | | |
| 3. (/ /) shares (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | N/A | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | N/A | |
| 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. _____ _____ _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 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) _____ | | | | | N/A | |
| (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 |
|---|--|---|
| 1. _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| 2. _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| 3. _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

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) | (/ /) (/ /) | <u> N/A </u> | <u> N/A </u> |
| 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) | | <u> N/A </u> | <u> N/A </u> |
| 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) | (/ /) (/ /) | <u> N/A </u> | <u> N/A </u> |
| 4. | Bonus issue | | | | Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | <u> N/A </u> | <u> N/A </u> |

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) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 6. | Repurchase of shares | | | Class of shares repurchased <i>(Note 1)</i> _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 7. | Redemption of shares | | | Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | <u>N/A</u> | <u>N/A</u> |
| 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) (/ /) | <u>N/A</u> | <u>N/A</u> |

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 (Note 1) _____ | | |
| | | Issue and allotment date : (dd/mm/yyyy) (/ /) | | |
| | | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | N/A | N/A |
| 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) | | |
| | | | N/A | N/A |
| | | Total E. (Ordinary shares) | N/A | |
| | | (Preference shares) | N/A | |
| | | (Other class) | N/A | |

| | | |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | Nil |
| | (2) | Nil |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | Nil |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | Nil |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

