



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/03/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Hong Kong Exchanges and Clearing Limited (“HKEx”)

Date Submitted 3 April 2014

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

|                                     |                             |                                  |   |
|-------------------------------------|-----------------------------|----------------------------------|---|
| (1) Stock code : <u>388</u>         | Description : <u>Shares</u> |                                  |   |
|                                     | No. of ordinary<br>shares   | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | <u>2,000,000,000</u>        | <u>HK\$1.00</u>                  | <u>HK\$2,000,000,000</u>                        |
| Increase/(decrease)                 | <u>0</u>                    |                                  | <u>0</u>  |
| Balance at close of the month       | <u>N/A</u>                  | <u>N/A</u>                       | <u>N/A</u><br>(Remark 1)                        |
| (2) Stock code : _____              | Description : _____         |                                  |   |
|                                     | No. of ordinary<br>shares   | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | _____                       | _____                            | _____   |
| Increase/(decrease)                 | _____                       |                                  | _____   |
| Balance at close of the month       | _____                       | _____                            | _____   |

2. Preference Shares

|                                     |                          |  |   |
|-------------------------------------|--------------------------|--|---|
| Stock code : _____                  |                          | Description : _____                    |   |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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  
\_\_\_\_\_ (Remark 1)

II. Movements in Issued Shares ~~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>1,161,635,653</u>   | <u>N/A</u> | <u>N/A</u>               | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>237,000</u>         | <u>N/A</u> | <u>N/A</u>               | <u>N/A</u>                     |
| Balance at close of the month         | <u>1,161,872,653</u>   | <u>N/A</u> | <u>N/A</u>               | <u>N/A</u>                     |

III. Details of Movements in Issued Shares ~~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. Post-Listing Share Option Scheme adopted on 31/05/2000 and amended on 17/04/2002                      | <u>0</u>                  | <u>222,000</u> | <u>0</u>  | <u>0</u> | <u>237,000</u>   | <u>447,000</u>  |
| Shares (Note 1)  |                           |                |           |          | (Remark 2)   |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)   |                           |                |           |          |  |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)   |                           |                |           |          |  |   |
|  |                           |                |           |          | Total A. (Ordinary shares)   | <u>237,000</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>HK\$3,909,390</u>   |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month  | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|--|--|--|
| 1.<br>_____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____  | _____  | _____  |
| 2.<br>_____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____  | _____  | _____  |
| 3.<br>_____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____  | _____  | _____  |
| 4.<br>_____<br>_____<br>_____<br>( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable (Note 1) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____  | _____  | _____  |
|  |                                 |   |                                  | Total B. (Ordinary shares) _____<br>(Preference shares) _____<br>(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. US\$500,000,000 0.50%<br>Guaranteed Convertible<br>Bonds due 2017 (Issuer:<br>HKEx International Limited) | US\$                           | 500,000,000                        | 0                          | 500,000,000                  | 0  | (Remark 3)<br>24,228,437  |
| Stock code (if listed)   | 4575                           |                                    |                            |                              |  |   |
| Class of shares issuable (Note 1)  | Shares                         |                                    |                            |                              |  |   |
| Conversion   |                                |                                    |                            |                              |  |   |
| Subscription price   | HK\$160 per share (Remark 4)   |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)   | ( N/A )                        |                                    |                            |                              |  |   |
| 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 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 |
|--|--|---|
| 1. _____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )   | _____  | _____   |
| 2. _____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )   | _____  | _____   |
| 3. _____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )   | _____  | _____   |
| <p style="text-align: right;">Total D. (Ordinary shares) _____<br/>           (Preference shares) _____<br/>           (Other class) _____</p> | _____  | _____   |

Other Movements in Issued Shares ~~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 _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |

| 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 _____<br>(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 _____<br>(Note 1)      |  |   |
|                         |                                 | Issue and allotment date : (dd/mm/yyyy) ( / / ) |  |   |
|                         |                                 | EGM approval date: (dd/mm/yyyy) ( / / )         |  |   |
|                         |                                 |   | _____  | _____   |



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

|   |     |         |
|---|-----|---------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):         | (1) | 237,000 |
|   | (2) | N/A     |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):       |     | N/A     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): |     | N/A     |

(These figures should be the same as the relevant figures under II above ("Movements in Issued Shares Share Capital".))

Remarks (if any):

1. After the new Companies Ordinance (Chapter 622 of the Laws of Hong Kong) came into operation on 3 March 2014, HKEx, a company incorporated in Hong Kong, no longer has an authorised share capital and/or nominal value of shares in its share capital.
2. This figure included 15,000 shares relating to options exercised in February 2014 which were issued in March 2014.
3. Assuming the Convertible Bonds are fully converted into new shares at the initial conversion price of HK\$160 per share. The translation of US\$ into HK\$ is based on exchange rate of US\$1.00 to HK\$7.7531.
4. Subject to Shareholders' approval of the payment of the final dividend of HK\$1.72 per share for the year ended 31 December 2013 as recommended by the Board on 26 February 2014, the conversion price of the Convertible Bonds will be adjusted from HK\$160 per share to HK\$157.62 per share effective 26 April 2014.

Submitted by: Joseph Mau

Title: Company Secretary  
(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.