



香港交易所

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

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Crosby Capital Limited

Date Submitted 1 February 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 8088 Description : Ordinary Shares

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	1,900,000,000	<u>US\$0.1</u>	US\$190,000,000
Increase/(decrease)	<u>-</u>		<u>-</u>
Balance at close of the month	<u>1,900,000,000</u>	<u>US\$0.1</u>	<u>US\$190,000,000</u>

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

## 2. Preference Shares

Stock code : _____	Description : Redeemable Convertible Preference Shares		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	100,000,000	US\$0.1	US\$10,000,000
Increase/(decrease)	-		-
Balance at close of the month	100,000,000	US\$0.1	US\$10,000,000

## 3. Other Classes of Shares

Stock code : _____	Description : _____		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
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) : \_\_\_\_\_ US\$200,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	98,119,596	-	10,019,790	-
Increase/ (decrease) during the month	-	-	-	-
Balance at close of the month	98,119,596	-	10,019,790	-

## 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\$5.216						
(27 / 3 / 2002)						
Ordinary shares (Note 1)	-	-	-	-	-	4,048
2. Exercise price: HK\$57.054						
(27 / 3 / 2002)						
Ordinary shares (Note 1)	-	-	-	-	-	1,889,428
3. Exercise price: HK\$27.045						
(27 / 3 / 2002)						
Ordinary shares (Note 1)	-	-	-	-	-	134,956
4. Exercise price: HK\$13.337						
(27 / 3 / 2002)						
Ordinary shares (Note 1)	-	-	-	-	-	1,045,941
5. Exercise price: HK\$1.334						
(27 / 3 / 2002)						
Ordinary shares (Note 1)	-	-	-	-	-	269,916
6. Exercise price: HK\$1.171						
(27 / 3 / 2002)						
Ordinary shares (Note 1)	-	-	-	-	-	2,523,739
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
<u>1. Unlisted warrants</u> <u>(Expiry - 4/10/2015)</u>	HKD	HK\$4,500,000	-	HK\$4,500,000	-	4,050,405
Stock code (if listed)	8088					
Class of shares issuable ( <i>Note 1</i> )	Ordinary shares					
Subscription price	HK\$1.111					
EGM approval date (if applicable) (dd/mm/yyyy)	( N/A )					
<u>2.</u>						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<u>3.</u>						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<u>4.</u>						
( / / )						
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)	_____	
				(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. Zero coupon convertible bonds (Tranche 1)	HKD	HK\$160,000,000	-	HK\$160,000,000	-	172,043,010
Stock code (if listed)	8088					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.93					
EGM approval date (if applicable) (dd/mm/yyyy)	(10 / 8 / 2010)					
2. Zero coupon convertible bonds (Tranche 2)	HKD	HK\$90,000,000	-	HK\$90,000,000	-	96,774,193
Stock code (if listed)	8088					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.93					
EGM approval date (if applicable) (dd/mm/yyyy)	( 10 / 8 / 2010 )					
3. Redeemable convertible preference shares ("RCPS")	USD	US\$1,001,979 (Note)	-	US\$1,001,979	-	127,080,263 (Note)
Stock code (if listed)	8088					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$1.23					
EGM approval date (if applicable) (dd/mm/yyyy)	(12 / 8 / 2011) (Note: Of the total subscription price of US\$2.00 per RCPS, US\$0.10 per RCPS was paid on subscription, and the remaining balance of US\$1.90 per RCPS will be paid immediately prior to the conversion of the RCPS into ordinary shares.)					
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)			
			(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

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 (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) ( / / )	_____	_____

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

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
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) ( / / )	_____	_____
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 (Issue of new class of shares) 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) _____
	(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):

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Submitted by: Winnie Sin Wing Hung  
Company Secretary  
Title: \_\_\_\_\_  
(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.*