

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>31/01/2011</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted

Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd.	
01/02/2011	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8231</u> Descri	iption : HShare	S	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding montl	198,000,000	0.1RMB	19,800,000RMB
Increase/(decrease)	0		0
Balance at close of the month	198,000,000	0.1RMB	19,800,000RMB
(2) Stock code : <u>8231</u> Descri	iption : Domest	ic Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	512,000,000	0.1RMB	51,200,000RMB
Increase/(decrease)	0		0
Balance at close of the month	512,000,000	0.1RMB	51,200,000RMB

2. Preference Shares (N/A)			
Stock code :Descr	iption :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares (N/	A)		

Stock code :Descri	ption :		
	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* 71,000,000RMB

II. Movements in Issued Share Capital

	No. of or	dinary shares	No of preference No. of other cl			
	(1)	(2)	shares	of shares		
Balance at close of preceding month	198,000,000	512,000,000	0	0		
Increase/ (decrease) during the month	0	0	0	<u> </u>		
Balance at close of the month	198,000,000	512,000,000	0			

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		Movement due	ing 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
(dd/mm/yyyy) and		Movement dur	ing the month		-	as at close of the
class of shares						month
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option	0	0	0	0	0	0
scheme						
19,800,000						
(23/06/2002)						
Ordinary shares (H shares)						
(Note 1)						
2.						
(/ /) shares						
(Note 1)			·			
3.						
(//) shares						
(Note 1)						
		Т	otal A. (Ord			0
			· ·	rence shares)		0
				(Other class)	0	0
Total funds raised du	ring the month	n from exercise o	of			
options (State curren			0			

No. of new No. shares of shares of shares of shares of shares of shares of chares preceding month purpursuant there close of during the value at close of during the value at close of the month of	Warrants to Issue Sharas of the K	suor which are to	a ha Listad	For Main E (N/A)	Board and GEM	listed issuer	S
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) 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) (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price	Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal	Nominal value at close of	Exercised during the	value at close	shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Stock code (if listed)	1.	_					
issuable (Note 1) Subscription price EGM approval date (/ /) 2. (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (d/mn/yyyy) (/ /) 3. (/ /) Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuble (Note 1) Subscription price EGM approval date (if applicable) (dd/mn/yyyy) (/ /) Subscription price EGM approval date (if applicable) (dd/mn/yyyy) (/ /) 4.	Stock code (if listed)						
EGM approval date (if applicable) (d/mm/yyyy) (/ / /) 2.	issuable (Note 1)						
2.	EGM approval date (if applicable)						
Stock code (if listed)		(/ /)				
Stock code (if listed)		-					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) 3. (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) 4. (/ /) Stock code (if listed) (/ /) Subscription price EGM approval date (if applicable) (/ /) 4. (/ /) Subscription price EGM approval date (if applicable) (/ /) Subscription price EGM approval date (if applicable) (/ /) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /)	(/ /)						
EGM approval date (if applicable) (dd/mm/yyyy) (/ / /) 3.	Class of shares						
3.	EGM approval date (if applicable)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /) (/ /) (/ /)		(/ /)				
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /) (/ /) (/ /)		_					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)						
EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 4.	Class of shares issuable (<i>Note 1</i>)						
4. (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)	EGM approval date (if applicable)						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /))				
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)	· · · · · ·						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)	Class of shares						
(dd/mm/yyyy) (/ /)	Subscription price EGM approval date						
		(/ /)				
Total B. (Ordinary shares) (Preference shares) (Other class)			Total	(Prefere	ence shares)		-

			For Main Board and GEM listed issuers			
Convertibles (i.e. Convertible in	nto Shares of the I	ssuer which are to	be Listed)	(N/A)		
lass 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 ne shares o issuer which ma be issue pursuan thereto a at close o the mont
1.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /)					
2.						
	<u> </u>					
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
	_					
Stock code (if listed)	<u> </u>					
Class of shares						
issuable (<i>Note 1</i>)						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
·						
Stock code (if listed)		·				
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)			. .		
			Iotal C. (Ordir Prefere	hary shares)		-
			(1101010)	Other class)		-

Options (other than under Share Option Schemes) (N/A) No. of new shares No. of new shares of issuer issued of issuer which during the month may be issued pursuant thereto pursuant thereto as at close of the Full particulars including EGM approval date (dd/mm/yyyy), month if applicable, and class of shares issuable: 1. (/ / shares (Note 1) 2. (/ /) shares (Note 1) 3. (/ / shares (Note 1) Total D. (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) (N/A)

	her Movements in]					No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as a close of the
	Type of Issue						month
			Class of shares issuable (<i>Note 1</i>)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

	ype of Issue 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)	(/ /		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer whicl may be issued pursuant thereto as a close of the month
		At price : State currency –	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date:				
5. S	Scrip dividend	At price : State currency –	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date:				
5. 8	Scrip dividend	At price : State currency –	date : (dd/mm/yyyy) EGM approval date:				
			EGM approval date:	(/ /			
)		
			Class of shares repurchased (<i>Note 1</i>)				
	Repurchase of hares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares redeemed (<i>Note 1</i>)				
7. F	Redemption of hares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
8. C	Consideration issue	At price : State currency -	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							·

			For Main Bo	oard and G	EM lis	sted issuers	
	Type of Issue				is	No. of new shares of suer issued during the month pursuant thereto	No. of new shares of issuer whicl may be issued pursuant thereto as a close of the month
			Class of shares issuable (<i>Note 1</i>)				
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price : State currency	— Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E. (O (Pr	Ordinary sh reference sh (Other	hares)		
Т	otal increase / (decre	ase) in ordinary shares during	g the month (i.e. Total of A to E	E):	(1)	0	
					(2)	0	
Te	otal increase / (decre	ase) in preference shares dur	ing the month (i.e. Total of A to	o E):		0	

	()	
	(2)	0
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		0
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		0
(These figures should be the same as the relevant figures under II above ("Movements in Issue	ed Sha	ire Capital ").)

Remarks (if any):
Submitted by: <u>Xue Yan</u>
Title: <u>Secretary</u> (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.