



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/07/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd.

Date Submitted 05/08/2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 8231 Description : H Shares

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|---------------------------|----------------------------------|---|
| Balance at close of preceding month | <u>198,000,000</u> | <u>0.1RMB</u> | <u>19,800,000RMB</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>198,000,000</u> | <u>0.1RMB</u> | <u>19,800,000RMB</u> |

(2) Stock code : 8231 Description : Domestic Shares

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|---------------------------|----------------------------------|---|
| Balance at close of preceding month | <u>512,000,000</u> | <u>0.1RMB</u> | <u>51,200,000RMB</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>512,000,000</u> | <u>0.1RMB</u> | <u>51,200,000RMB</u> |

2. Preference Shares (N/A)

| | | | |
|-------------------------------------|--------------------------|----------------------------------|---|
| Stock code : | Description : | | |
| | 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 : | 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) :

71,000,000RMB

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>198,000,000</u> | <u>512,000,000</u> | <u>0</u> | <u>0</u> |
| Increase/ (decrease) during the month | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> |
| Balance at close of the month | <u>198,000,000</u> | <u>512,000,000</u> | <u>0</u> | <u>0</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. Share option scheme 19,800,000 (23/06/2002) Ordinary shares (H shares) (Note 1) | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> |
| 2. (/ /) shares (Note 1) | | | | | | |
| 3. (/ /) shares (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | <u>0</u> | <u>0</u> | <u>0</u> |
| | | | (Preference shares) | <u>0</u> | <u>0</u> | <u>0</u> |
| | | | (Other class) | <u>0</u> | <u>0</u> | <u>0</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

(N/A)

| 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) (N/A)

| 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. _____ _____ _____ | | | | | | |
| 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 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) (N/A)

| 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 (N/A)

| Other Movements in Issued Share Capital (N/A) | | | | 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 : (/ /) 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 : (/ /) 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 |
|--|---|--|---|
| 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) 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | |

