



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/10/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer C Y Foundation Group Limited

Date Submitted 05/11/2009

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 1182 Description : \_\_\_\_\_

|                                     | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|------------------------|------------------|---------------------------------|
| Balance at close of preceding month | <u>300,000,000,000</u> | <u>0.001</u>     | <u>300,000,000</u>              |
| Increase/(decrease)                 | <u>0</u>               |                  | <u>0</u>                        |
| Balance at close of the month       | <u>300,000,000,000</u> | <u>0.001</u>     | <u>300,000,000</u>              |

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

|                                     | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|------------------------|------------------|---------------------------------|
| 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 (HK\$)                |
|                                     |       |                          | Authorised share capital (HK\$) |
| 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 (HK\$)                |
|                                     |       |                                | Authorised share capital (HK\$) |
| Balance at close of preceding month | _____ | _____                          | _____                           |
| Increase/(decrease)                 | _____ |                                | _____                           |
| Balance at close of the month       | _____ | _____                          | _____                           |

Total authorised share capital at the end of the month (HK\$) : 300,000,000

## 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   | <u>6,355,710,326</u>   | _____ | _____                   | _____                          |
| Increase/ (decrease) during the month | <u>0</u>               | _____ | _____                   | _____                          |
| Balance at close of the month         | <u>6,355,710,326</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 approved on (30/08/2002) Ordinary shares (Note 1)                                 | _____                     | _____     | _____                      | _____  | _____  | 21,000,000  |
| 2. _____<br>_____<br>_____<br>_____<br>_____ shares (Note 1)   | _____                     | _____     | _____                      | _____  | _____  | _____   |
| 3. _____<br>_____<br>_____<br>_____<br>_____ shares (Note 1)   | _____                     | _____     | _____                      | _____  | _____  | _____   |
|  |                           |           | Total A. (Ordinary shares) |        | <u>0</u>   |   |
|  |                           |           | (Preference shares)        |        | <u>0</u>   |   |
|  |                           |           | (Other class)              |        | <u>0</u>   |   |
| Total funds raised during the month from exercise of options (HK\$)                                      | _____                     |           |                            |        |  |   |

## 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. Warrants  | HK\$                            | 6,000,000                                       | 0                                | 6,000,000                                 | 0  | 600,000,000  |
| Date of expiry: 30/01/2010                               |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            | Ordinary                        |   |                                  |   |  |  |
| Subscription price                                       | HK\$0.010                       |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | (29/01/2007)                    |   |                                  |   |  |  |
| 2.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                         |   |                                  |   |  |  |
| 3.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                         |   |                                  |   |  |  |
| 4.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                         |   |                                  |   |  |  |
| Total B.   |                                 |   |                                  |   |  |  |
|  | (Ordinary shares)               |   |                                  |   | 0  |  |
|  | (Preference shares)             |   |                                  |   | 0  |  |
|  | (Other class)                   |   |                                  |   | 0  |  |

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.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable ( <i>Note 1</i> )     | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| 2.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable ( <i>Note 1</i> )     | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | ( / / )                            | _____                      | _____                        | _____  | _____   |
| 3.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Class of shares issuable ( <i>Note 1</i> )     | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| Subscription price                             | _____                          | _____                              | _____                      | _____                        | _____  | _____   |
| EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | ( / / )                            | _____                      | _____                        | _____  | _____   |
| 4.<br>_____<br>_____<br>_____                  |                                |                                    |                            |                              |  |   |
| 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)                     |                                |                                    |                            |                              | 0  | _____   |
| (Preference shares)                            |                                |                                    |                            |                              | 0  | _____   |
| (Other class)                                  |                                |                                    |                            |                              | 0  | _____   |

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>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                           |  |   |
| 2. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                           |  |   |
| 3. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                           |  |   |
| Total D. (Ordinary shares)  | 0  |   |
| (Preference shares)   | 0  |   |
| (Other class)   | 0  |   |

## 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 : HK\$ _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
| 2.            | Open offer   | At price : HK\$ _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
| 3.            | Placing      | At price : HK\$ _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |
| 4.            | Bonus issue  |                       | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )  | ( / / )   |

For Main Board and GEM listed issuers

|               |                      |                 |       | 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 |                      |                 |       |   |   |       |
| 5.            | Scrip dividend       | At price : HK\$ | _____ | <p>Class of shares issuable _____<br/>(<i>Note 1</i>)</p> <p>Issue and allotment date : ( dd / mm / yyyy )</p> <p>EGM approval date: ( dd / mm / yyyy )</p> | _____   | _____ |
| 6.            | Repurchase of shares |                 |       | <p>Class of shares repurchased _____<br/>(<i>Note 1</i>)</p> <p>Cancellation date : ( dd / mm / yyyy )</p> <p>EGM approval date: ( dd / mm / yyyy )</p>     | _____   | _____ |
| 7.            | Redemption of shares |                 |       | <p>Class of shares redeemed _____<br/>(<i>Note 1</i>)</p> <p>Redemption date : ( dd / mm / yyyy )</p> <p>EGM approval date: ( dd / mm / yyyy )</p>          | _____   | _____ |
| 8.            | Consideration issue  | At price :      | _____ | <p>Class of shares issuable _____<br/>(<i>Note 1</i>)</p> <p>Issue and allotment date : ( dd / mm / yyyy )</p> <p>EGM approval date: ( dd / mm / yyyy )</p> | _____   | _____ |



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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy)                          | _____  | _____   |
| 10. Other (Please specify) | At price : HK\$ _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy) | _____  | _____   |
|                            |  | Total E. (Ordinary shares)   | 0   |
|                            |  | (Preference shares)  | 0   |
|                            |  | (Other class)  | 0   |

|   |     |   |
|---|-----|---|
| 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> |     |   |

