

Monthly Return of Equity Issuer on Movements in Securities

yyy): <u>30/09/2013</u>		
learing Limited		
October 2015		
· Capital		
Description :		_
No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
th		
Description:		_
No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
th		
	learing Limited andard Chartered PLC October 2013 Capital Pescription: No. of ordinary shares Oescription: No. of ordinary shares	learing Limited andard Chartered PLC October 2013 Capital No. of ordinary shares Par value (State currency) Oescription: Par value (State currency) Par value (State currency)

Stock code : N/A Desc	ription :		
	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			
	ription :		
	ription : No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Stock code : N/A Desc	No. of other	(State	capital
	No. of other	(State	capital

II. Movements in Issued Share Capital

	No. of ordinar	ry shares			No. of other classes
_	(1)	(2)	No of pro	eference shares	of shares
Balance at close of preceding month	2,423,953,948	N/A	£1.00 US\$5.00 195,285,000 477,500		N/A
Increase/ (decrease) during the month	331,576		N/A	N/A	
Balance at close of the month	2,424,285,524		195,285,000	477,500	

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	ption Benefite	s of the issuer)	No. of new shares No. of of issuer issued of issuering the month may			
date _		Movement duri	ing the month		pursuant thereto	pursuant thereto as at close of the
(dd/mm/yyyy) and class of shares issuable	G . 1	г . 1	G 11 1	T 1		month
1. 1997/2006 Restricted	Granted	Exercised	Cancelled	Lapsed		
Share Schemes						
Ordinary shares	Nil	189,018	Nil	15,871	189,018	7,953,479
(Note 1)						
2. 2000 Executive						
Share Option Scheme						
(/ /)						
Ordinary shares	Nil	15,000	Nil	Nil	15,000	87,008
(Note 1)						
3. 2001 Performance						
Share Plan						
(/ /)	NI:1	22.040	NI:1	NT:1	22.040	706.863
Ordinary shares (Note 1)	Nil	33,949	Nil	Nil	33,949	706,862
4. 2011 Discretionary						
Share Plan – Performance Share Award						
(/ /)						
Ordinary shares	9,636	Nil	Nil	45,513	Nil	13,406,522
(Note 1)						
5. 2011 Discretionary						
Share Plan – Restricted						
Share Award						
(/ /)	4=40==	00.544				
Ordinary shares	174,823	89,311	Nil	53,926	89,311	15,339,221
(Note 1)						
6. 1996/2004						
International Sharesave						
Schemes						
Ordinary shares	Nil	3,806	Nil	84,745	3,806	11,350,654
(Note 1)						11,000,001
7. 1994/2004						
UK Sharesave / Irish						
Sharesave Schemes						
(/ /)						
Ordinary shares	Nil	492	Nil	6,854	492	782,753
(Note 1)		T	o 4 o 1 A (O u d'i u		221 576	
		10	otal A. (Ordin Prefere	ence shares)		
			·	Other class)		
Total funds raised during the i	month from ex	ercise of option				
(State currency)		1	£163,849.	.12		

Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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. N/A	-				
	-				
	<u> </u>		<u> </u>		
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price		•			
EGM approval date (if applicable)					
(dd/mm/yyyy)	(/ /)				
2. N/A	-				
	-				
(/ /)					
Stock code (if listed)		•			
Class of shares issuable (<i>Note 1</i>)					
Subscription price					
EGM approval date		•			
(if applicable) (dd/mm/yyyy)	(/ /)				
3. N/A	_	•			
	-				
(/ /)					
Stock code (if listed)					
Class of shares		•			
issuable (<i>Note 1</i>) Subscription price		•			
EGM approval date		•			
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A	(
	- -				
	<u> </u>		<u> </u>		-
(/ /) Stock code (if listed)					
Class of shares		•			
issuable (<i>Note 1</i>) Subscription price					
EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)				
	Tota	`	nary shares) <u>N/A</u>		
			ence shares) N/A		
		(Other class) N/A	<u> </u>	-

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. N/A	Outstanding	monui	monu	monu		
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A	(/ /)					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A	 					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A						
Stock code (if listed) Class of shares						
issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
		,	(Prefere	hary shares) $\frac{N/A}{N/A}$ ence shares) $\frac{N/A}{N/A}$ Other class) $\frac{N/A}{N}$	1	- - -

For Main Board and GEM listed issuers
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. <u>N/A</u>		
shares (Note 1)		· -
2. N/A		
shares (Note 1)		
3. <u>N/A</u>		
shares (Note 1)		
m 1D (0 ll 1)	27/4	
Total D. (Ordinary shares) (Preference shares)	N/A N/A	•
(Other class)	N/A	
(Outer class)		•

Other Movements in Issued Share Capital No. of new shares of No. of new issuer issued during shares of the month pursuant issuer thereto which may be issued pursuant thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) 1. Rights issue At price : State currency Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ /) 2. Open offer At price : State currency Issue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ /) At price : State currency Issue and allotment Placing date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ /) Issue and allotment N/ABonus issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy)

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_				For Mai	n Bo	oard and GEM listed is	
	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
	Type of issue						
			Class of shares issuable (Note 1)				
5.	Scrip dividend At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			AGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares	N/A	Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares redeemed (Note 1)		_		
7.	Redemption of shares	N/A	Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
8.	Consideration At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
1							

For Main Board and GEM listed issuers

	Type of Issue					the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable (Note 1)				
9.	Capital reorganisation	N/A	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	N/A	- Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
				Ordinary s reference s (Other	hare		- - -

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	331,576
	(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 Iss	ued Sh	are Capital").)

Remarks (if any):
Submitted by: Wang Wei Min
Title: Assistant Company Secretary
(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.