

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

For the month ended (dd/mm/yyyy) :	28/2/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Tian Lun Gas Holdings Limited
Date Submitted	5/3/2015
Date Submitted	5/3/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 01600 Descrip	iption : Ordinary Shares		
	No. of ordinary shares	Par value (HKD)	Authorised share capital (HKD)
Balance at close of preceding month	2,000,000,000	0.01	20,000,000
Increase/(decrease)	N/A		N/A
Balance at close of the month	2,000,000,000	0.01	20,000,000
(2) Stock code : <u>N/A</u> Descrip	tion :	on : N/A	
	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 : N/A	Description :	N/A	
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding me	onth		
Increase/(decrease)			
Balance at close of the month			

### 3. Other Classes of Shares

Stock code :	N/A	Description :	N/A	<u> </u>
		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 (*HKD*) : 20,000,000

### II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	827,925,000			
Increase/ (decrease) during the month	N/A			
Balance at close of the month	827,925,000			

## III. Details of Movements in Issued Share Capital

	Share Option	Schemes of the	135001)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and —		Wovement dun	ing the month			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme adopted						
on 13/10/2010						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2.						
( / / )						
shares						
(Note 1)						
2						
3.						
<u>    (    /                            </u>						
shares						
(Note 1)		Тс	otal A. (Ordin	ary charge)	Nil	
		10		nce shares)	N/A	
				Other class)	N/A N/A	
		<b>.</b>		Juiel (1888)	1N/PA	
Fotal funds raised dur options (State currenc		from exercise o	I	Nil		

Share Options (under Share Option Schemes of the Issuer)

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 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					
( / / )					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price					
(if applicable)					
(dd/mm/yyyy)	( / / )				
$\frac{2.}{( / / )}$					
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 (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)					
(dd/mm/yyyy)	( / / )				
	Tota	(Preferer	ary shares) nce shares)	N/A N/A	-
		(0	Other class)	N/A	-

#### For Main Board and GEM listed issuers

Convertibles	(i.e. Convertible into S	Shares of the I	ssuer which are to	be Listed)			
Class and des	cription	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							
Class of issuable Subscri	( <i>Note 1</i> ) ption price pproval date cable)	( / / )					
2.							
Class of issuable Subscri EGM aj (if appli (dd/mm 3.	( <i>Note 1</i> ) ption price pproval date cable)	( / / )					
	f shares issuable ( <i>Note</i>						
1) Subscri EGM aj (if appli 4.	ption price oproval date cable) (dd/mm/yyyy)	( / /	)				
Class of 1) Subscri EGM a	ode (if listed) F shares issuable ( <i>Note</i> ption price pproval date cable) (dd/mm/yyyy)						
(ii appi	(uu/ mm/ yyyy)	( / /		Fotal C. (Ordin	ary shares)	N/A	
					nce shares)	N/A	-
					Other class)	N/A	-
					, <u> </u>		-

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)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1. On 11 February 2015 (after trading hours), International Finance Corporation ("IFC") and IFC Global Infrastructure Fund, LP ("IFC Fund") entered into a subscription agreement with the Company, pursuant to which IFC agrees to conditionally subscribe and pay for 90,871,200 fully paid shares of the Company and IFC Fund agrees to subscribe and pay for 90,871,200 fully paid shares of the		
Company, in each case at the subscription price of HK\$6.40 per share. (For more details, please refer to the announcement dated 11 February 2015.		
Ordinary shares ( <i>Note 1</i> )	N/A	N/A
2( / / )	-	
shares (Note 1)		
3		
	-	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

		Issued Share Capital				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						monui
			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)	( / /	)		
			(dd/mm/yyyy)			N/A	N/A
$\vdash$			Class of shares issuable				
			(Note 1)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /			
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable ( <i>Note 1</i> )				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date:	( / /	)		
			(dd/mm/yyyy)			N/A	N/A
			Class of shares issuable				
			( <i>Note 1</i> ) Issue and allotment	( / /	)		
4.	Bonus issue		date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

$ \begin{array}{c c c c c c c c c c c c c c c c c c c $		Type of Issue		<u>I</u>	For Main	<u>n Boai</u>	rd and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
S. Schp dividend       At price : currency $date : (dd/mm/yyyy)$ EGM approval date: $(// / )$ (dd/mm/yyyy) $N/A$ $N/A$ 6. Repurchase of shares       Class of shares repurchased (Note 1) $N/A$ 6. Repurchase of shares       Cancellation date : $(// / )$ $N/A$ $(dd/mm/yyyy)$ EGM approval date: $(// )$ $N/A$ $N/A$ 7. Redemption of shares       Class of shares redected (Note 1) $N/A$ $N/A$ 7. Redemption of shares       Class of shares (// / ) $N/A$ $N/A$ 8. Consideration issue At price : State currency       Class of shares issuable (// / ) $N/A$ $N/A$ 8. Consideration issue At price : State currency       Issue and allotment (// / ) $(// / )$ $(// / )$ 8. Consideration issue At price : State       EGM approval date: (// ) $(// / )$ $(// / )$ 8. Consideration issue At price : State       Essue and allotment (// / ) $(// / )$ $(// / )$				(Note 1)				
Image: Consideration issue At price :       State currency       N/A       N/A       N/A         Image: Class of shares of shares of shares       Class of shares (Note 1)       Cancellation date : (//)       N/A       N/A         Image: Class of shares of shares       Cancellation date : (//)       N/A       N/A       N/A         Image: Class of shares of shares       Class of shares constraints       N/A       N/A       N/A         Image: Class of shares constraints       Class of shares constraints       N/A       N/A       N/A         Image: Class of shares constraints       Class of shares constraints       N/A       N/A       N/A         Image: Class of shares constraints       Class of shares issuable constraints       N/A       N/A       N/A         Image: Class of shares issuable constraints       Class of shares issuable constraints       N/A       N/A         Image: Class of shares issuable constraints       Class of shares issuable constraints       N/A       N/A         Image: Class of shares issuable constraints       Class of shares issuable constraints       N/A       N/A         Image: Class of shares issuable constraints       Class of shares issuable constraints       N/A       N/A         Image: Class of shares issuable constraints       Class of shares issuable constraints       N/A       N/A	5.	Scrip dividend	At price : State currency ———					
6. Repurchase of shares       Class of shares repurchased (Note I)         6. Repurchase of shares       Cancellation date : $(///)$ (d/mm/yyyy)       EGM approval date: $(///)$ EGM approval date: $(///)$ N/A         N/A       N/A         Seconsideration issue At price : State currency       Issue and allotment (d/mn/yyyy)         EGM approval date: (d/mn/yyyy)       Seconsideration issue (/// )         N/A       Seconsider					( / /	)		
6. Repurchase of shares       Cancellation date : $(///)$ (d/mm/yyyy)         EGM approval date: $(///)$ (d/mm/yyyy)       N/A         7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Class of shares (///)         8. Consideration issue At price : State currency       Class of shares issuable (///)         8. Consideration issue At price : Mathematical State (///)       Issue and allotment (///)         8. Consideration issue At price : State (//)       Issue and allotment (///)         GM approval date: (///)       Issue and allotment (///)         GM approval date: (///)       Issue and allotment (///)							<u>N/A</u>	<u>N/A</u>
shires $(dd/mm/yyy)$ EGM approval date: $(///)$ (dd/mm/yyyy) N/A $N/AN/A$ $N/A$ $N/AN/A$ $N/A$ $N/A$ $N/AN/A$ $N/A$ $N/AN/A$ $N/A$								
(dd/mm/yyyy) $N/A$ $N/A$ N/A $N/A$ $N/A$ State $(N/A)$ $(1/A)$ Bell $(1/A)$ $(1/A)$ Bell $(1/A)$ $(1/A)$ <t< td=""><td>6.</td><td></td><td></td><td></td><td>( / /</td><td>)</td><td></td><td></td></t<>	6.				( / /	)		
N/A       N/A         Redemption of shares       (///)         Redemption date :       (///)         (dd/mm/yyyy)       N/A         N/A       N/A         State       Issue and allotment         (// / / )       EGM approval date:         (// / )       Issue (/ / / ) <td></td> <td></td> <td></td> <td></td> <td>( / /</td> <td>)</td> <td></td> <td></td>					( / /	)		
7. Redemption of shares       Redemption date : $(///)$ 7. Redemption of shares       Redemption date : $(//)$ (dd/mm/yyy)       EGM approval date: $(//)$ EGM approval date: $(//)$ N/A         (dd/mm/yyyy)       N/A         8. Consideration issue At price : State currency       Issue and allotment date : $(//)$ Issue and allotment date : $(//)$ Issue and allotment date : $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$							<u>N/A</u>	<u>N/A</u>
shares $(dd/mm/yyyy)$ EGM approval date: $(//)$ (dd/mm/yyyy) N/A $N/AN/A$ $N/A8. Consideration issue At price : Statecurrency — Issue and allotment (//)date : (dd/mm/yyyy)EGM approval date: (//)$								
8. Consideration issue At price : State currency — Issue and allotment $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$	7.			reacinption auto.	( / /	)		
8. Consideration issue At price :       State currency       Class of shares issuable          8. Consideration issue At price :       State currency       Issue and allotment ( / / ) date : (dd/mm/yyyy)          8. Consideration issue At price :       State currency       Issue and allotment ( / / ) date : ( / / ) ( dd/mm/yyyy)					( / /	)		
8. Consideration issue At price :       State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / ) (dd/mm/yyyy)         EGM approval date:       ( / / )							N/A	N/A
8. Consideration issue At price : currency date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)								
EGM approval date: ( / / ) (dd/mm/yyyy)	8.	Consideration issue			( / /	)		
<u>N/A</u> <u>N/A</u>				EGM approval date:	( / /	)		
							N/A	N/A

	For Main Board and GEM listed issuers			
Type of Issue	No. of new shares of issuer issuedNo. of new shares of issuer which during the may be monthNo. of new shares of issuer which during the may be monthuring the monthmay be issued pursuant thereto as at 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)			
	<u>N/A</u> <u>N/A</u>			
	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) N/A N/A			
	Total E.(Ordinary shares)N/A(Preference shares)N/A(Other class)N/A			

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
		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 Issued Share Capital").)		

Remarks (if any):

The Company has granted a total of 20,000,000 share options on 27 January 2014 under the share option scheme adopted by the Company on 13 October 2010. 50% of the Share Options may be exercised within the period from 27 January 2016 to 26 January 2017 and the remaining 50% of the Share Options may be exercised within the period from 27 January 2017 to 26 January 2018. Details of the grant of Share Options are set out in the announcement of the Company dated 27 January 2014. Submitted by: <u>Zhang Yingcen</u>

Title: <u>Director</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.