



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/1/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Tian Lun Gas Holdings Limited

Date Submitted 1 February 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|-------------------------------------|--------------------------------------|------------------|---------------------------------|
| (1) Stock code : <u>01600</u> | Description : <u>Ordinary Shares</u> | | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | <u>2,000,000,000</u> | <u>0.01</u> | <u>20,000,000</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>2,000,000,000</u> | <u>0.01</u> | <u>20,000,000</u> |

| | | | |
|-------------------------------------|--------------------------|----------------------------|---|
| (2) Stock code : <u>N/A</u> | Description : <u>N/A</u> | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u> | <u></u> | <u></u> |
| Increase/(decrease) | <u></u> | | <u></u> |
| Balance at close of the month | <u></u> | <u></u> | <u></u> |

2. Preference Shares

| | | | |
|-------------------------------------|--------------------------|--|---|
| Stock code : | N/A | Description : | N/A |
| | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

3. Other Classes of Shares

| | | | |
|-------------------------------------|--------------------------------|--|---|
| Stock code : | N/A | Description : | N/A |
| | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| 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\$*) : 20,000,000

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 | 989,615,108 | N/A | N/A | N/A |
| Increase/ (decrease)- during the month | N/A | N/A | N/A | N/A |
| Balance at close of the month | 989,615,108 | N/A | N/A | N/A |

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 adopted on 13/10/2010 | | | | | | |
| Ordinary shares | Nil | Nil | Nil | Nil | Nil | 5,000,000 (See Remarks) |
| (Note 1) | | | | | | |
| 2. | | | | | | |
| (/ | | | | | | |
| /) | | | | | | |
| Shares | | | | | | |
| (Note 1) | | | | | | |
| 3. | | | | | | |
| (/ | | | | | | |
| /) | | | | | | |
| Shares | | | | | | |
| (Note 1) | | | | | | |
| | | | Total A. | (Ordinary shares) | Nil | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | Nil | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | | | | | 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 |
|--|---|-------------------------------|---|--|--|--|
| Currency of nominal value | Nominal value at close of preceding month | Lapsed during the month | Nominal value at close of the month | | | |
| 1. N/A | | | | | | N/A |
| (/) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| AGM 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 B. | | | | | (Ordinary shares) | N/A |
| | | | | | (Preference shares) | N/A |
| | | | | | (Other class) | N/A |

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. N/A | | | | | | N/A |
| <div>Stock code (if listed)</div> <div>Class of shares issuable (<i>Note 1</i>)</div> <div>Subscription price</div> <div>EGM approval date (if applicable) (dd/mm/yyyy)</div> | | | | | | |
| 2. N/A | | | | | | N/A |
| <div>Stock code (if listed)</div> <div>Class of shares issuable (<i>Note 1</i>)</div> <div>Subscription price</div> <div>EGM approval date (if applicable) (dd/mm/yyyy)</div> | | | | | | |
| 3. N/A | | | | | | N/A |
| <div>Stock code (if listed)</div> <div>Class of shares issuable (<i>Note 1</i>)</div> <div>Subscription price</div> <div>EGM approval date (if applicable) (dd/mm/yyyy)</div> | | | | | | |
| 4. N/A | | | | | | N/A |
| <div>Stock code (if listed)</div> <div>Class of shares issuable (<i>Note 1</i>)</div> <div>Subscription price</div> <div>EGM approval date (if applicable) (dd/mm/yyyy)</div> | | | | | | |
| | | | | Total C. (Ordinary shares) | N/A | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |

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. N/A | | |
| (/ /) | | |
| shares (Note 1) | | N/A |
| 2. | | |
| (/ /) | | |
| shares (Note 1) | | N/A |
| 3. | | |
| (/ /) | | |
| shares (Note 1) | | N/A |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

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 : State currency | | |
| Class of shares issuable (Note 1) | | |
| Issue and allotment date : (dd/mm/yyyy) | (/) | |
| EGM approval date: (dd/mm/yyyy) | (/) | |
| | N/A | N/A |
| 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) | (/) | |
| | N/A | N/A |

| 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 |
|---------------|----------------|------------|----------------------|--|---|
| 3. | Placing | 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) | |
| | | | | <u>N/A</u> | <u>N/A</u> |
| 4. | Bonus Issue | | | Class of shares issuable (<i>Note 1</i>) _____ | |
| | | | | Issue and allotment date : (/) (dd/mm/yyyy) | |
| | | | | EGM approval date: (/) (dd/mm/yyyy) | |
| | | | | <u>N/A</u> | <u>N/A</u> |
| 5. | 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) | |
| | | | | <u>N/A</u> | <u>N/A</u> |

| 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 |
|-------------------------|--|--|--|---|
| 6. Repurchase of shares | Class of shares issuable (<i>Note 1</i>) _____ | | | |
| | Issue and allotment date : (/ /) (dd/mm/yyyy) | | | |
| | EGM approval date: (/ /) (dd/mm/yyyy) | | <u> N/A </u> | <u> N/A </u> |
| 7. Redemption of shares | Class of shares issuable (<i>Note 1</i>) _____ | | | |
| | Issue and allotment date : (/ /) (dd/mm/yyyy) | | | |
| | EGM approval date: (/ /) (dd/mm/yyyy) | | <u> N/A </u> | <u> N/A </u> |
| 8. Consideration issue | 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) | | <u> N/A </u> | <u> N/A </u> |

| 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) | | | <u>N/A</u> | <u>N/A</u> |
| 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) | | | <u>N/A</u> | <u>N/A</u> | |
| Total E. | | | | | |
| (Ordinary shares) | | | | <u>N/A</u> | |
| (Preference shares) | | | | <u>N/A</u> | |
| (Other class) | | | | <u>N/A</u> | |

| | | |
|---|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>Nil</u> |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

On 18 July 2017, the Company granted 15,000,000 share options under Share Option Scheme -
(i) One-third of the share options are exercisable from 18 July 2018 to 17 July 2019; (ii) another
one-third of the share options are exercisable from 18 July 2019 to 17 July 2020; and (iii) the
remaining one-third of the share options are exercisable from 18 July 2020 to 17 July 2021.

On 12 July 2018, the Company granted 30,000,000 share options under Share Option Scheme -
Upon acceptance of the grant and subject to the rules of the Share Option Scheme, (i) one-fifth
of the share options may be exercised within the period from 12 July 2019 to 11 July 2020; (ii)
one-fifth of the share options may be exercised within the period from 12 July 2020 to 11 July
2021; (iii) one-fifth of the share options may be exercised within the period from 12 July 2021 to
11 July 2022; (iv) one-fifth of the share options may be exercised within the period from 12 July
2022 to 11 July 2023; and (v) the remaining one-fifth of the share options may be exercised
within the period from 12 July 2023 to 11 July 2024.

Details of the grant of Share Options are set out in the announcements of the Company dated
18 July 2017 and 12 July 2018.

Submitted by: Zhang Yingcen

Title: Director

(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.*