



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/01/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer MONGOLIA ENERGY CORPORATION LIMITEDDate Submitted 01/02/2011**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 276 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>(HKD) | Authorised share<br>capital<br>(HKD) |
|-------------------------------------|---------------------------|--------------------|--------------------------------------|
| Balance at close of preceding month | <u>15,000,000,000</u>     | <u>0.02</u>        | <u>300,000,000</u>                   |
| Increase/(decrease)                 | <u>Nil</u>                |                    | <u>Nil</u>                           |
| Balance at close of the month       | <u>15,000,000,000</u>     | <u>0.02</u>        | <u>300,000,000</u>                   |

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

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|-------------------------------------------------|
| 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<br>(State currency) | Authorised share capital<br>(State currency) |
| 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<br>(State currency) | Authorised share capital<br>(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) : 300,000,000

## II. Movements in Issued Share Capital

|                                          | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other classes<br>of shares |
|------------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of<br>preceding month   | <b>6,106,547,828</b>          |     |                            |                                   |
| Increase/ (decrease)<br>during the month | <b>500,000,000</b>            |     |                            |                                   |
| Balance at close of the<br>month         | <b>6,606,547,828</b>          |     |                            |                                   |

## 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      |                                                                      |                                                                                           |
| <b>1.Share Option Scheme adopted on (28/08/2002)</b>                                                     |                           |             |             |             |                                                                      |                                                                                           |
| Ordinary shares (Note 1)                                                                                 | <b>Nil</b>                | <b>Nil</b>  | <b>Nil</b>  | <b>Nil</b>  | <b>Nil</b>                                                           | <b>18,550,670</b>                                                                         |
| <del>2.</del>                                                                                            | <del></del>               | <del></del> | <del></del> | <del></del> | <del></del>                                                          | <del></del>                                                                               |
| <del>(   /   /   )</del>                                                                                 | <del></del>               | <del></del> | <del></del> | <del></del> | <del></del>                                                          | <del></del>                                                                               |
| <del>shares (Note 1)</del>                                                                               | <del></del>               | <del></del> | <del></del> | <del></del> | <del></del>                                                          | <del></del>                                                                               |
| <del>3.</del>                                                                                            | <del></del>               | <del></del> | <del></del> | <del></del> | <del></del>                                                          | <del></del>                                                                               |
| <del>(   /   /   )</del>                                                                                 | <del></del>               | <del></del> | <del></del> | <del></del> | <del></del>                                                          | <del></del>                                                                               |
| <del>shares (Note 1)</del>                                                                               | <del></del>               | <del></del> | <del></del> | <del></del> | <del></del>                                                          | <del></del>                                                                               |
| Total A. (Ordinary shares)                                                                               |                           |             |             |             | <b>N/A</b>                                                           |                                                                                           |
| (Preference shares)                                                                                      |                           |             |             |             | <b>N/A</b>                                                           |                                                                                           |
| (Other class)                                                                                            |                           |             |             |             | <b>N/A</b>                                                           |                                                                                           |
| Total funds raised during the month from exercise of options (HKD)                                       |                           |             |             |             | <b>N/A</b>                                                           |                                                                                           |

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

| Description of warrants<br>(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. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                     | _____                                     | _____                      | _____                               | _____                                                                | _____                                                                                     |
| 2. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                     | _____                                     | _____                      | _____                               | _____                                                                | _____                                                                                     |
| 3. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                     | _____                                     | _____                      | _____                               | _____                                                                | _____                                                                                     |
| 4. _____<br>_____<br>_____<br>(   /   /   )<br>Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                     | _____                                     | _____                      | _____                               | _____                                                                | _____                                                                                     |
| <div style="text-align: right;"> Total B.    (Ordinary shares) _____<br/> (Preference shares) _____<br/> (Other class) _____ </div>                                                                                                        |                           |                                           |                            |                                     |                                                                      |                                                                                           |

## 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 |
|------------------------------------------------|--------------------------------|------------------------------------|----------------------------|------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| <b>1. 3% Coupon</b>                            | <b>HKD</b>                     | <b>142,500,000</b>                 | <b>142,500,000</b>         | <b>Nil</b>                   | <b>500,000,000</b>                                                   | <b>Nil</b>                                                                                |
| <b>Convertible Note</b>                        |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         | <b>276</b>                     |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     | <b>Ordinary Share</b>          |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             | <b>0.285</b>                   |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | <b>( 18 / 04 / 2007 )</b>      |                                    |                            |                              |                                                                      |                                                                                           |
| <b>2. Zero Coupon</b>                          | <b>HKD</b>                     | <b>2,000,000,000</b>               | <b>Nil</b>                 | <b>2,000,000,000</b>         | <b>Nil</b>                                                           | <b>273,972,602</b>                                                                        |
| <b>Convertible Note</b>                        |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         | <b>276</b>                     |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     | <b>Ordinary Share</b>          |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             | <b>7.30</b>                    |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | <b>( / / )</b>                 |                                    |                            |                              |                                                                      |                                                                                           |
| <b>3. 3.5% Coupon</b>                          | <b>HKD</b>                     | <b>300,000,000</b>                 | <b>Nil</b>                 | <b>300,000,000</b>           | <b>Nil</b>                                                           | <b>75,000,000</b>                                                                         |
| <b>Convertible Note</b>                        |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         | <b>276</b>                     |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     | <b>Ordinary Share</b>          |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             | <b>4.00</b>                    |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | <b>(30/08/2010)</b>            |                                    |                            |                              |                                                                      |                                                                                           |
| <b>4. 3.5% Coupon</b>                          | <b>HKD</b>                     | <b>466,800,000</b>                 | <b>Nil</b>                 | <b>466,800,000</b>           | <b>Nil</b>                                                           | <b>137,294,116</b>                                                                        |
| <b>Convertible Note</b>                        |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         | <b>276</b>                     |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     | <b>Ordinary Share</b>          |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             | <b>3.40</b>                    |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | <b>( / / )</b>                 |                                    |                            |                              |                                                                      |                                                                                           |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | <b>500,000,000</b>                                                   |                                                                                           |
| (Preference shares)                            |                                |                                    |                            |                              | <b>N/A</b>                                                           |                                                                                           |
| (Other class)                                  |                                |                                    |                            |                              | <b>N/A</b>                                                           |                                                                                           |

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

For Main Board and GEM listed issuers

|               |                         |                              |                                                                                                                                            | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as<br>at close of<br>the month |
|---------------|-------------------------|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue |                         |                              |                                                                                                                                            |                                                                                  |                                                                                                                   |
| 5.            | Scrip dividend          | At price : State<br>currency | <div>Class of shares issuable (Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div> | ( / / )                                                                          | ( / / )                                                                                                           |
| 6.            | Repurchase of<br>shares |                              | <div>Class of shares repurchased (Note 1)</div> <div>Cancellation date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div>     | ( / / )                                                                          | ( / / )                                                                                                           |
| 7.            | Redemption of<br>shares |                              | <div>Class of shares redeemed (Note 1)</div> <div>Redemption date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div>          | ( / / )                                                                          | ( / / )                                                                                                           |
| 8.            | Consideration issue     | At price : State<br>currency | <div>Class of shares issuable (Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div> | <div>Ordinary<br/>Shares</div> <div>( / / )</div> <div>( / / )</div>             |                                                                                                                   |

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 : State currency _____<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) _____                                              |                                                                                           |
|                            |                                                                                                                                                                                    | (Preference shares) _____                                            |                                                                                           |
|                            |                                                                                                                                                                                    | (Other class) _____                                                  |                                                                                           |

|                                                                                                                         |     |                    |
|-------------------------------------------------------------------------------------------------------------------------|-----|--------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <b>500,000,000</b> |
|                                                                                                                         | (2) | <b>Nil</b>         |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <b>Nil</b>         |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <b>Nil</b>         |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |                    |

Remarks (if any):

Submitted by: **Tang Chi Kei**

Title: **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.*