

Monthly Return of Equity Issuer on Movements in Securities

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Zhongyu Gas Holdings Limited
Date Submitted	1 June 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares									
(1) Stock code : <u>8070</u> Descri	1) Stock code : <u>8070</u> Description : <u>Ordinary shares</u>								
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)						
Balance at close of preceding month	10,000,000,000	HK\$0.01	HK\$100,000,000						
Increase/(decrease)	Nil		Nil						
Balance at close of the month	10,000,000,000	<u>HK\$0.01</u>	HK\$100,000,000						
(2) Stock code : Descri	ption :								
	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 :Descr			
	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

Stock code :Description :					
	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 (*State currency*) : HK\$100,000,000

II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	1,934,401,542					
Increase/ (decrease) during the month	0					
Balance at close of the month	1,934,401,542					

III. Details of Movements in Issued Share Capital

Share Options (unde	r Share Option	Schemes of the	Issuer)			
Particulars of share option scheme					No. of new shares of	No. of new shares of
including EGM					issuer issued during the month pursuant	issuer which may be issued pursuant thereto
approval date					thereto	as at close of the month
(dd/mm/yyyy) and		Movement duri	ng the month		_	as at crose of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option				•		
scheme						
(24/10/2003)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	172,192,000
(Note 1)						
(
2.						
shares						
(Note 1)						
(1000-1)						
3.						
<u></u>						
shares						
(Note 1)			. <u></u>		·	
(Ivole I)		Т	otal A. (Ordin	arry charac)	NH	
		10		ence shares)		
				Other class)		
T. (.1 (dia dia ara-d	6		Juici Class)	11/2	
Total funds raised du options (State current		from exercise of	ot Nil			
options (state curren	icy)		1111			

Description of warrants (Date of expiry - dd/mm/yyyy) 1.	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
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM 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 (Note 1)					
EGM approval date (if applicable)	(/ /)				
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Prefere	nary shares) ence shares) Other class)		

For Main Board and GEM listed issuers

Convertibles (i.e. Convertibl		Amount at close of preceding		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. Convertible bonds						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2.	USD Ordinary shares HK\$0.7 (04/05/2009	<u>35,000,000</u>	(14,000,000)	21,000,000	Nil	234,699,000
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)	(/ /))	(Prefere	nary shares) <u>Nil</u> ence shares) <u>N/</u> Other class) <u>N/</u>	A	- -

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	-	
(/ /) shares (Note 1)		
2		
shares (Note 1)	-	
3		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares) (Other class)		

	Type of Issue	sued 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		Class of shares issuable				
			(Note 1)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		
			Class of shares issuely				
			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)	(/	/)		
			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)	(/	/)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		

		E	For Main	Boa	rd and GEM listed 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
	Type of Issue					month
5.	Scrip dividend At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares repurchased (Note 1)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		

				For Main I	Board and GE		lissuers
					No. of shares of		No. of new shares of
					issued d		issuer which
					the mo	onth	may be
					pursuant	thereto	issued
							pursuant thereto as at
							close of the
	Type of Issue						month
			Class of shares issuable	٥			
			(Note 1)	c			
9.	Capital		Issue and allotment	(/ /)		
	reorganisation		date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable	e			
			(Note 1)	•			
10.	Other (Please specify)	At price : State currency	— Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E.	(Ondinon	horea)		
				Preference s	shares) shares)		
			(*		class)		

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

Remarks	(if	any)):
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Submitted by: Lui Siu Keung
Title: 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.