



香港交易所

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

For the month ended (dd/mm/yyyy) : 30 June 2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Zhongyu Gas Holdings Limited

Date Submitted 5 July 2010

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 8070 Description : Ordinary shares

|                                     | No. of ordinary shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|------------------------|--|--|
| Balance at close of preceding month | <u>10,000,000,000</u>  | <u>HK\$0.01</u>                            | <u>HK\$100,000,000</u>                                   |
| Increase/(decrease)                 | <u>0</u>               |  | <u>0</u>   |
| Balance at close of the month       | <u>10,000,000,000</u>  | <u>HK\$0.01</u>                            | <u>HK\$100,000,000</u>                                   |

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

|                                     | No. of ordinary shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|------------------------|--|--|
| 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>( <i>State currency</i> ) | Authorised share capital<br>( <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 : _____                  | Description : _____            |  |   |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <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 (*State currency*) :

**HK\$100,000,000**

\_\_\_\_\_

## 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   | <u>1,974,007,684</u>   | _____ | _____                   | _____                          |
| Increase/ (decrease) during the month | <u>0</u>               | _____ | _____                   | _____                          |
| Balance at close of the month         | <u>1,974,007,684</u>   | _____ | _____                   | _____                          |

## 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     |  |   |
| <u>1. Share option scheme</u>  |                           |           |                            |            |  |   |
| <u>( 24 /10/2003 )</u>   |                           |           |                            |            |  |   |
| <u>Ordinary shares</u>   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u>   | <u>0</u>   | <u>142,712,000</u>  |
| <i>(Note 1)</i>  |                           |           |                            |            |  |   |
| <u>2.</u>  |                           |           |                            |            |  |   |
| <u>( / / )</u>   |                           |           |                            |            |  |   |
| <u>shares</u>  |                           |           |                            |            |  |   |
| <i>(Note 1)</i>  |                           |           |                            |            |  |   |
| <u>3.</u>  |                           |           |                            |            |  |   |
| <u>( / / )</u>   |                           |           |                            |            |  |   |
| <u>shares</u>  |                           |           |                            |            |  |   |
| <i>(Note 1)</i>  |                           |           |                            |            |  |   |
|  |                           |           | Total A. (Ordinary shares) | <u>0</u>   |  |   |
|  |                           |           | (Preference shares)        | <u>N/A</u> |  |   |
|  |                           |           | (Other class)              | <u>N/A</u> |  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            | <u>Nil</u> |  |   |



## 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 | Redemption 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. Convertible bonds                           |                                |                                    |                             |                              |  |   |
|  |                                |                                    |                             |                              |  |   |
|  |                                |                                    |                             |                              |  |   |
|  | USD                            | 20,000,000                         | 4,400,000                   | 15,600,000                   | 0  | 174,347,827   |
| Stock code (if listed)                         | _____                          |                                    |                             |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     | Ordinary shares                |                                    |                             |                              |  |   |
| Subscription price                             | HK\$0.7                        |                                    |                             |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( 04/05/2009)                  |                                    |                             |                              |  |   |
| 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 C. (Ordinary shares)   | 0  |   |
|  |                                |                                    |                             | (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. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| Total D. (Ordinary shares)  | 0  |   |
| (Preference shares)   |  |   |
| (Other class)   |  |   |

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

## 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 |       |
|---------------|----------------------|---------------------------------|---|---|-------|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased <i>(Note 1)</i> _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )        | _____   | _____ |
| 7.            | Redemption of shares |                                 | Class of shares redeemed <i>(Note 1)</i> _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )             | _____   | _____ |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |



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) 0   |   |
|                            |  | (Preference shares)  |   |
|                            |  | (Other class)  |   |

|   |           |
|---|-----------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) 0     |
|   | (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):                         | _____     |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |           |

Remarks (if any):

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Submitted by: Lui Siu Keung

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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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.*