

Monthly Return of Equity Issuer on Movements in Securities

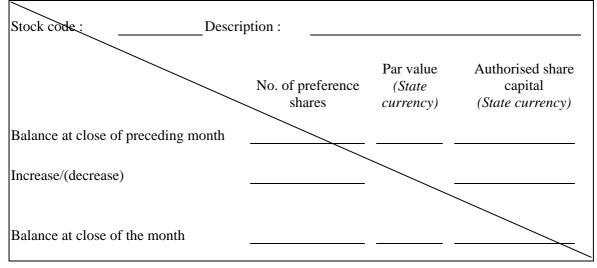
To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Towngas China Company Limited	
Date Submitted	02/12/2011	

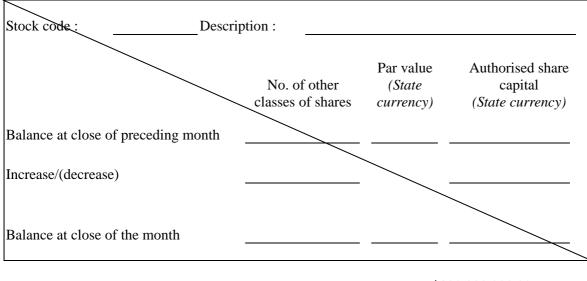
I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>1083</u> Descri	iption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	3,000,000,000	<u>HK\$0.10</u>	HK\$300,000,000.00
Increase/(decrease)	NIL		NIL
Balance at close of the month	3,000,000,000	<u>HK\$0.10</u>	HK\$300,000,000.00
(2) Stock code : Descri	iption :		
	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



3. Other Classes of Shares



Total authorised share capital at the end of the month (*State currency*) : HK\$300,000,000.00

II. Movements in Issued Share Capital

	No. of ordi	inary shares (2)	No of preference shares	No. of other classes of shares
	(1)	\sim	Shares	or shares
Balance at close of	A 460 A 44 030			
preceding month	2,460,344,830		<u> </u>	
Increase/ (decrease)				
during the month	NIL			
Balance at close of the				
month	2,460,344,830			

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 —		Movement durin	g 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
class of shares	Created	Energiand	Concelled	Tonood		
issuable 1. 2005 Main	Granted	Exercised	Cancelled	Lapsed		
Board Share						
Option						
Scheme						
(28/11/2005)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	16,240,800
(Note 1)						
2. N/A						
(/ /) shares (Note 1)						
3. N/A						
(/ /) shares (Note 1)						
(1000 1)						
		Tot	al A. (Ordin	ary shares)	N/A	
				nce shares)	N/A	
				Other class)	N/A	
Total funds raised dur options (State currenc		from exercise of		N/A		

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
<u>\</u>					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)	(/ /)				
2.					
	<u> </u>				
(/ /) Stock code (if listed)					
Class of shares					
issuable (<i>Note 1</i>) Subscription price	<u>_</u>				
EGM approval date					
(if applicable) (dd/mm/yyyy)					
<u>3.</u>					
	/	<u></u>			
Stock code (if listed)		\backslash			
Class of shares issuable (<i>Note 1</i>)		\backslash			
Subscription price					
EGM approval date (if applicable)		\backslash	\backslash		
	(/ /)		\backslash		
4.					
(/ /)				<u> </u>	
Stock code (if listed) Class of shares				\backslash	
issuable (Note 1)				\backslash	
Subscription price EGM approval date					
(if applicable)				\backslash	
(dd/mm/yyyy)	(/ /)				\backslash
	Total		ry shares)		
			ce shares)		
		(0			

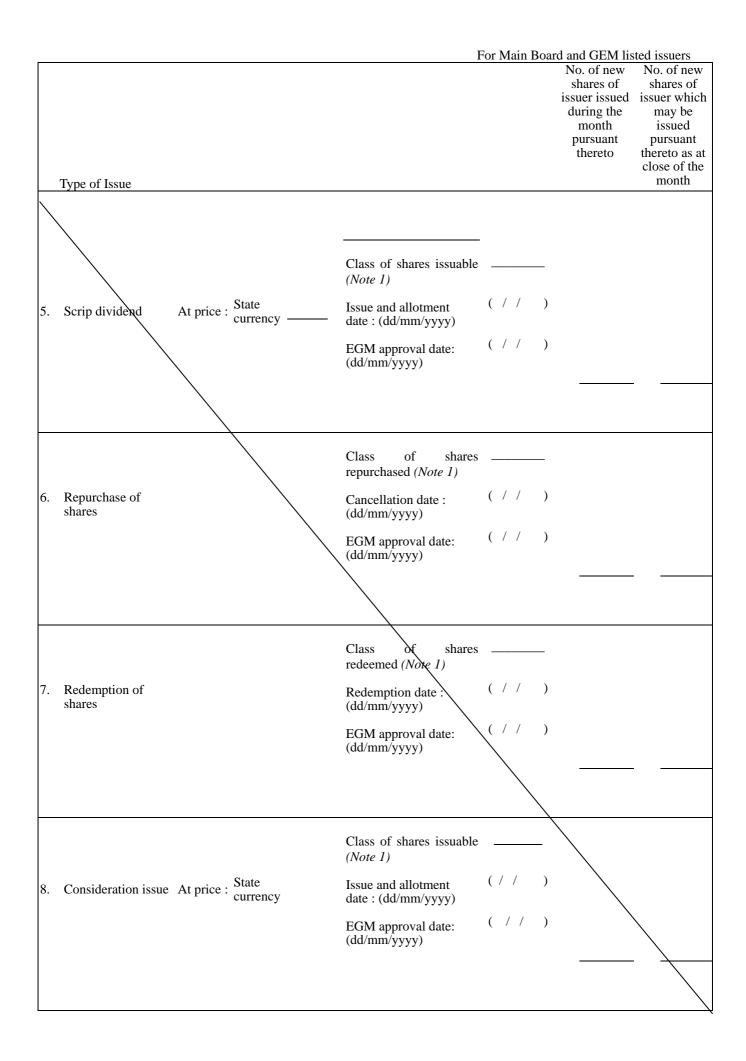
Convertibles (i.e. Convertible in	to Sharas of the l	suor which are to		For Main Board	and GEM liste	d issuers
Class and description		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>¥.</u>	_					
\rightarrow	—					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
2.	7					
	-\					
	- \					
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>)		<u></u>				
Subscription price EGM approval date		$\overline{}$				
(if applicable)						
(dd/mm/yyyy)	(/ /)	\				
3.	_	$\langle \rangle$				
	_	\backslash				
	_		\backslash			
Stock code (if listed)		·				
Class of shares						
issuable (<i>Note 1</i>)						
EGM approval date			\backslash			
(if applicable)				\mathbf{i}		
4	(/ /)					
4.	_			\backslash		
	_			\backslash		
					\backslash	
Stock code (if listed)		·			$\overline{\ }$	
Class of shares					\backslash	
issuable (<i>Note 1</i>)					\backslash	
EGM approval date					\backslash	
(if applicable)						\backslash
(dd/mm/yyyy)	(/ /)		Fotal C (Ordi	norry charge)		\backslash
				nary shares)		· \
				Other class)		

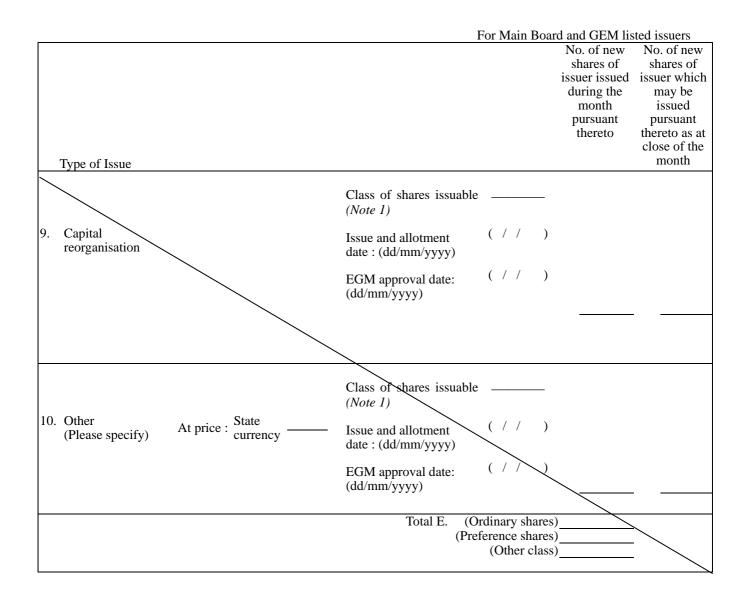
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
shares (Note 1)		
2		
(/ /) shares (Note 1)		
3.		
(/ /) shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares) (Other class)		

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Other Movements in Issued Share Capital

	Type of Issue				i	No. of new shares of ssuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			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)	(/ /)		
		At price :	Class of shares issuable (Note 1)				
2.	Open offer	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
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)	(/ /)		





Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A		
	(2)	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):
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Submitted by: <u>Ho Hon Ming, John</u>
Title: Executive Director & 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.