



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

For the month ended (dd/mm/yyyy) : 30/06/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer The Hong Kong and China Gas Company Limited

Date Submitted 03/07/2015

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 00003 Description : Ordinary Shares

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

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share capital<br>(State currency) |
|-------------------------------------|------------------------|----------------------------------|--|
| Balance at close of preceding month | _____                  | _____                            | _____  |
| Increase/(decrease)                 | _____                  |                                  | _____  |
| Balance at close of the month       | _____                  | _____                            | _____  |



## 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>10,512,089,553</u>  | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>1,051,208,955</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Balance at close of the month         | <u>11,563,298,508</u>  | <u>N/A</u> | <u>N/A</u>              | <u>N/A</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     |  |   |
| 1. N/A<br>_____<br>_____<br>_____<br>( / / )<br>_____<br>shares<br>(Note 1)                              | _____                     | _____     | _____                      | _____      | _____  | _____   |
| 2. N/A<br>_____<br>_____<br>_____<br>( / / )<br>_____<br>shares<br>(Note 1)                              | _____                     | _____     | _____                      | _____      | _____  | _____   |
| 3. N/A<br>_____<br>_____<br>_____<br>( / / )<br>_____<br>shares<br>(Note 1)                              | _____                     | _____     | _____                      | _____      | _____  | _____   |
|  |                           |           | Total A. (Ordinary shares) |            | <u>N/A</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>N/A</u> |  |   |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(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   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 2. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 4. N/A   |                                |                                    |                            |                              |  |   |
| 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)                     |                                |                                    |                            |                              | 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<br><br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 2. N/A<br><br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 3. N/A<br><br><br><br><br>( / / )<br>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

| Other Movements in Issued 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                           |                           |            |   |  |   |
| 1. Rights issue                         | At price : State currency | <u>N/A</u> | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)           | ( / / )<br><br>( / / )   | <br><br>_____   |
| 2. Open offer                           | At price : State currency | <u>N/A</u> | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)           | ( / / )<br><br>( / / )   | <br><br>_____   |
| 3. Placing                              | At price : State currency | <u>N/A</u> | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)           | ( / / )<br><br>( / / )   | <br><br>_____   |
| 4. Bonus issue                          |                           |            | Class of shares issuable <b>Ordinary</b><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>AGM approval date: (dd/mm/yyyy) | <b>(17/06/2015)</b><br><br><b>(01/06/2015)</b>                       | <br><br><br><b><u>1,051,208,955</u></b>   |

For Main Board and GEM listed issuers

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



For Main Board and GEM listed issuers

|               |                        |                                      |   | 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 |                        |                                      |   |  |   |
| 9.            | Capital reorganisation | N/A                                  | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )   | _____<br>_____  |
| 10.           | Other (Please specify) | At price : State currency <u>N/A</u> | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )   | _____<br>_____  |
|               |                        |                                      |   | Total E. (Ordinary shares)   | <u><b>1,051,208,955</b></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><b>1,051,208,955</b></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):

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Submitted by: John H.M. Ho

Title: Chief Financial Officer and 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.*