Next Day Disclosure Return

(Equity issuer - changes in issued share capital and/or share buybacks)

Name of listed issuer: The Hong Kong and China Gas Company Limited

Stock code: <u>00003</u> Date submitted: <u>23rd June 2020</u>

Section I must be completed by a listed issuer where there has been a change in its issued share capital which is discloseable pursuant to rule 13.25A of the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Exchange").

Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under rule 10.06(4)(a).

Description of securities: Ordinary Shares

Issues of shares (Notes 6 and 7)	No. of shares	Issued shares as a % of existing number of issued shares before relevant share issue (Notes 4, 6 and 7)	Issue price per share (Notes 1 and 7)	Closing market price per share of the immediately preceding business day (Note 5)	% discount/ premium of issue price to market price (Note 7)
Opening balance as at (Note 2) 31st May 2020	16,925,052,244				
(Note 3) Issue of bonus shares on 23rd June 2020 Remark: The bonus shares were issued without consideration.	846,252,612	5%	N/A	HK\$12.06 (as at 22nd June 2020)	N/A
Share repurchases	N/A	N/A			
Closing balance as at (Note 8) 23rd June 2020	17,771,304,856				

We hereby confirm to the best knowledge, information and belief that, in relation to each issue of securities as set out in Section I, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 9)

- (i) all pre-conditions for the listing imposed by the Listing Rules under "Qualifications of listing" have been fulfilled;
- (ii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iii) all the securities of each class are in all respects identical (*Note 10*); and
- (iv) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue.

Notes to Section I:

- 1. Where shares have been issued at more than one issue price per share, a weighted average issue price per share should be given.
- 2. Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to rule 13.25A or Monthly Return pursuant to rule 13.25B, whichever is the later.
- 3. Please set out all changes in issued share capital requiring disclosure pursuant to rule 13.25A together with the relevant dates of issue. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the listed issuer's Monthly Return. For example, multiple issues of shares as a result of multiple exercises of share options under the same share option scheme or of multiple conversions under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of share options under 2 share option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.
- 4. The percentage change in the number of issued shares of listed issuer is to be calculated by reference to the listed issuer's total number of shares in issue (excluding for such purpose any shares repurchased or redeemed but not yet cancelled) as it was immediately before the earliest relevant event which has not been disclosed in a Monthly Return or Next Day Disclosure Return.
- 5. Where trading in the shares of the listed issuer has been suspended, "closing market price per share of the immediately preceding business day" should be construed as "closing market price per share of the business day on which the shares were last traded".
- 6. In the context of a repurchase of shares:
 - "issues of shares" should be construed as "repurchases of shares"; and
 - "issued shares as a % of existing number of shares before relevant share issue" should be construed as "repurchased shares as a % of existing number of shares before relevant share repurchase".
- 7. *In the context of a redemption of shares:*
 - "issues of shares" should be construed as "redemptions of shares";
 - "issued shares as a % of existing number of shares before relevant share issue" should be construed as "redeemed shares as a % of existing number of shares before relevant share redemption"; and
 - "issue price per share" should be construed as "redemption price per share".

- 8. The closing balance date is the date of the last relevant event being disclosed.
- 9. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases.
- 10. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.

II.									
A.	Purchas	e report							
Trad dat	-	Number of securities purchased	Method of purchase (Note)	Price per share or highest price paid \$	Lowest price paid \$	Total paid \$			
T-4-1	_				_				
Total	_				-				
B.	Addition	nal information for iss	uer whose primary listing is on th	e Exchange					
1.	1. Number of such securities purchased on the Exchange in the year to date (since ordinary resolution) (a)								
2.		mber of shares in issuresolution	e at time ordinary resolution passo	ed acquired on the Exchange since		%			
			((a) x 100) Number of shares in issue						
materi	al change	s to the particulars co	ontained in the Explanatory States	re made on the Exchange were mad ment dated ge were made in accordance with the	which has been filed with the Ex	xchange. We also confirm that any			
Note to	o Section II	I: Please state wi	nether on the Exchange, on another s	tock exchange (stating the name of the e	exchange), by private arrangement or	r by general offer.			
	Submit	ted by:J	ohn Ho Hon-ming	<u> </u>					
	(Name)							
			cer and Company Secretary r other duly authorised officer)	_					