



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/03/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Tianjin Tianlian Public Utilities Company Limited

Date Submitted 07/04/2011

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 08290 Description : Domestic Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>649,540,000</u>	<u>0.1</u>	<u>64,954,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>649,540,000</u>	<u>0.1</u>	<u>64,954,000</u>

(2) Stock code : 08290 Description : H Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>500,060,000</u>	<u>0.1</u>	<u>50,006,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>500,060,000</u>	<u>0.1</u>	<u>50,006,000</u>

## 2. Preference Shares

Stock code :	-	Description :	-
	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 (RMB) : 114,960,000

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
	Domestic Shares	H Shares		
Balance at close of preceding month	649,540,000	500,060,000	-	-
Increase/ (decrease) during the month	0	0	-	-
Balance at close of the month	649,540,000	500,060,000	-	-

## 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						
( / / ) shares						
(Note 1)						
2.						
( / / ) shares						
(Note 1)						
3.						
( / / ) shares						
(Note 1)						
			Total A. (Ordinary shares)		-	
			(Preference shares)		-	
			(Other class)		-	
Total funds raised during the month from exercise of options (State currency)					-	

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

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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
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.						
( / / )						
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 B. (Ordinary shares)					-	
(Preference shares)					-	
(Other class)					-	

## 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.						
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)	-	
				(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)

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

Note A:

On 16 September 2009, the Company entered into the Assets Acquisition Agreement (details of which are set out in the announcement of the Company dated 5 October 2009 (the "Announcement") and the circular of the Company dated 31 December 2010) with 天津市燃氣集團有限公司(Tianjin Gas Group Company Limited) ("Tianjin Gas"), pursuant to which the Company conditionally agreed to acquire from Tianjin Gas the Transferred Assets (as defined in the Announcement) at the consideration of RMB620,736,991.84. The Company will allot and issue 689,707,800 Domestic Shares (the "Consideration Shares") to Tianjin Gas to satisfy the above consideration. On 15 February 2011, the Company passed a resolution relating to the grant of a specific mandate to the board of directors of the Company ("Specific Mandate") for the allotment and issue of 689,707,800 Domestic Shares to Tianjin Gas pursuant to the Assets Acquisition Agreement at the EGM held on 15 February 2011. The Company has not issued any Consideration Shares as at 31 March 2011, subject to the satisfaction of all the conditions precedent under the Assets Acquisition Agreement.

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

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



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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	
10. Other (Please specify)	At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	
		Total E. (Ordinary shares)	-
		(Preference shares)	-
		(Other class)	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>0</u>
	(2)	<u>0</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>-</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>-</u>

*(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)*

