

For the month ended (dd/mm/yyyy):

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

To: Hong Kong Exchanges and Clear	ring Limited		
	gzhou Gas Company 1 ruary 2011	Limited	
I. Movements in Authorised Share Ca	pital		
1. Ordinary Shares			
(1) Stock code : <u>3928</u> Desc	eription : H Shares		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	55,066,000	RMB1.0	RMB55,066,000
Increase/(decrease)	0		0
Balance at close of the month	55,066,000	RMB1.0	RMB55,066,000
(2) Stock code :Desc	cription :		
	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			

31/01/2011

RMB125,150,000

2. Preference Shares			
Stock code :Descr	iption:		
	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: 3928 Descr	iption: Domestic	Shares	
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	70,084,000	<b>RMB1.0</b>	RMB70,084,000
Increase/(decrease)	0		0
Balance at close of the month	70,084,000	RMB1.0	RMB70,084,000

Total authorised share capital at the end of the month (*State currency*):

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other classes		
-	(1)	(2)	shares	of shares		
Balance at close of preceding month	55,066,000			70,084,000		
Increase/ (decrease) during the month	0			0		
Balance at close of the month	55,066,000			70,084,000		

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto as at close of the month approval date thereto Movement during the month (dd/mm/yyyy) and class of shares Lapsed issuable Granted Exercised Cancelled ( / / )shares (*Note 1*) ) shares (*Note 1*) 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 Is	suer which are t	o 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.	-					
	<u>-</u>					
( / / )		<del></del>				-
Stock code (if listed) Class of shares						
issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date						
(if applicable)	(	`				
(dd/mm/yyyy)	( / /	)				
2.	-					
	- 					<u> </u>
( / / )						
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / /	)				
3.	-					
	=					
( / / )		<del></del>		· ·		-
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Cub comintion price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
4.	( / /	,				
	<del>-</del>					
Ct = -1 = (:£1:-td)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /	)				
		Total	B. (Ordin	nary shares)		
			(Prefere	ence shares)		_
			(	Other class)		-

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
1.						
Stock code (if listed) Class of shares						
issuable (Note 1)						
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.	, , ,					
	<del></del>					
Stock code (if listed)	<del></del>					
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
4	( / / )					
	<u> </u>					
Stock code (if listed) Class of shares		<del></del>				
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )		T . 10 . 10 . 11	<b>j</b>		
		,	ıotaı C. (Ordii Prefere	nary shares) ence shares)		-
			(101010)	Other class)		<u>-</u>

For Main Board and GEM listed issuers 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		
2.		
shares (Note 1)  3.		
( / / ) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)		

		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
	Type of Issue						month
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : 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 currency	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)	( / /	)		

For Main Board and GEM listed issuers

	Type of Issue		_			2011	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
	71							
			Class of shares issuable (Note 1)	_				
5.	Scrip dividend	At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)	(	/ /	)		
			EGM approval date: (dd/mm/yyyy)	(	/ /	)		
							-	
			Class of shares repurchased (Note 1)	_				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(	/ /	)		
			EGM approval date: (dd/mm/yyyy)	(	/ /	)		
			Class of shares redeemed (Note 1)	_				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(	/ /	)		
			EGM approval date: (dd/mm/yyyy)	(	/ /	)		
			Class of shares issuable (Note 1)	_				
8.	Consideration issue	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(	/ /	)		
			EGM approval date: (dd/mm/yyyy)	(	/ /	)		
							-	-

	No. of new shares of issuer issued	No. of new
Type of Issue	during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as a close of the month
Class of shares issuable(Note 1)	_	
9. Capital reorganisation Issue and allotment date : (dd/mm/yyyy)	)	
AGM approval date: ( / / (dd/mm/yyyy)	)	
Class of shares issuable(Note 1)	_	
10. Other (Please specify) At price: State currency Issue and allotment date: (dd/mm/yyyy)	)	
EGM approval date: ( / / (dd/mm/yyyy)		
Total E. (Ordinary sl (Preference sl (Other	hares)	- - -
Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to F):	(2)	

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

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

Remarks (if any):
Submitted by: Wong Cheuk Lam  Title: 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.