

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31 March 2011	
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To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Hong Kong Energy (Holdings) Limited
Date Submitted	7 April 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :987Description	on : Ordinary	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	9,000,000,000	HK\$0.01	HK\$90,000,000.00
Increase/(decrease)			
Balance at close of the month	9,000,000,000	HK\$0.01	HK\$90,000,000.00
(2) Stock code : <u>N/A</u> Description	on :		
	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

Stock code : Descriptio		tion : <u>Preference</u>	e Shares		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding mor	ith	6,000,000,000	HK\$0.01	HK\$60,000,000.00
Increase/(decrease))				
Balance at close of	the month		6,000,000,000	HK\$0.01	HK\$60,000,000.00
3. Other Classes of	Shares				
Stock code :	N/A	_Descript	ion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding mor	ith			
Increase/(decrease)					
Balance at close of	the month				

Total authorised share capital at the end of the month (*State currency*) : **HK\$150,000,000.00**

II. Movements in Issued Share Capital

	No. of ordina	•	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	857,093,594		1,685,170,068			
Increase/ (decrease) during the month	443,576					
Balance at close of the month	857,537,170		1,685,170,068			

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM	ľ			No. of new shares of issuer issued during the month pursuant thereto	issued pursuant thereto		
approval date (dd/mm/yyyy) and		Movement du	ring the month		-	as at close of the month	
class of shares issuable	Granted	Exercised	Cancelled	Lapsed			
1. Option Scheme	0	0	0	0	0	8,250,000	
adopted on (27/05/2008)						(adjusted on 1 June 2010)	
Exercise Price HK\$0.764							
(adjusted on 1							
June 2010) Ordinary shares							
(Note 1)							
2. Option Scheme	0	0	0	0	0	5,000,000	
adopted on							
(27/05/2008)							
Exercise Price HK\$0.570							
Ordinary shares							
(Note 1)							
3.							
shares							
(Note 1)							
4.							
(//)							
(Note 1)							
			Total A. (Ordi		0		
				ence shares)	N/A		
		· · ·		Other class)	N/A		
Γotal funds raised durinς State currency)	g the month from	n exercise of opt	ions	0			

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. Bonus Warrant	HKD	16,127,199.36	117,706.33	16,009,493.03	442,505	60,186,064
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(13/05/2011) Stock code (if listed)	748	3		·		
Class of shares issuable			-			
(Note 1)	Ordinary		- 			
Subscription price	HK\$0.	266		June 2010, with re commencement of		
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		llowing 29 April 201		
2. Bonus Warrant	HKD	46,580,241.00	642.60	46,579,598.40	1,071	77,632,664
(08/06/2011)						
Stock code (if listed) Class of shares issuable	795	5	-			
(Note 1)	Ordinary	Shares				
Subscription price		HK\$0.60				
EGM approval date			-			
(if applicable) (dd/mm/yyyy)	(/ /)	_			
3.	_					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price			-			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
4)	-			
(/ /)				·		
Stock code (if listed) Class of shares issuable (Note 1)			-			
Subscription price			-			
EGM approval date (if applicable) (dd/mm/yyyy)	(]])	-			
· · · · · · · · · · · · · · · · · · ·		, ,	- Total B. (Ord	linary shares)	442 576	
				linary shares) rence shares)	443,576 N/A	-
				(Other class)	N/A	-

For Main Board and GEM listed issuers

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. Zero Coupon Convertible N	ý v	73,500,000	0	73,500,000	0	82,126,965
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)	 N/A Ordinary Share HK\$1.0113	<u>s</u> (Adjusted or	1 June 2010,	with retroactive effe		
(dd/mm/yyyy))	(30/12/2009)		0		<u>,</u>	
2. Preference Shares ("CPS")		16,851,700.68	0	16,851,700.68	0	1,685,170,068
Stock code (if listed) Class of shares issuable	N/A					
(Note 1)	Ordinary Share	s				
(At an initial conversion					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	1 CPS to 1 ordinary sl (26/07/2010)/ (22/11					
<u>3.</u>						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy)						
4.						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)		·				
(dd/mm/yyyy)	(/ /)		T		0	
				dinary shares)	0	-
			(Prefe	erence shares) (Other class)	N/A N/A	-

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

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

Other Movements in	Issued	Share	Capital
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	<u>ter Movements in Iss</u>		σαμιαι				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 issuable				
		A 4	04-4-	(Note 1)		`		
1.	Rights issue	At price :	State currency	 lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State currency	 lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	
				Class of shares issuable_ (Note 1)			-	
4.	Bonus issue			lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	

					Fo	r Main	Boa	d and GEM list	
	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
	71								
					_				
				Class of shares issuable (Note 1)	Э				
5.	Scrip dividend	At price :	State currency ——	 Issue and allotment date : (dd/mm/yyyy)	(//)			
				EGM approval date: (dd/mm/yyyy)	(//)		N/A	
				Class of shares repurchased (Note 1)	S				
6.	Repurchase of shares	i		Cancellation date : (dd/mm/yyyy)		(/ /)		
				EGM approval date: (dd/mm/yyyy)		(/ /)	N/A	
				Class of shares redeemed (Note 1)	d				
7.	Redemption of shares	i		Redemption date : (dd/mm/yyyy)		(/ /)		
				EGM approval date: (dd/mm/yyyy)		(/ /)	N/A	
				Class of shares issuable (Note 1)	e				
8.	Consideration issue	At price :	State currency ——	 Issue and allotment date : (dd/mm/yyyy)		(/ /)		
				EGM approval date: (dd/mm/yyyy)		(/ /)	N/A	

						For Ma	in Boaı	rd and GEM liste	ed 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
				(Note 1)	shares issuab	, ,			
9.	Capital reorganisation			lssue and (dd/mm/y	allotment date : yyy)	(/	/)		
				EGM app (dd/mm/y	roval date: yyy)	(/	/)		
								<u> </u>	
10	Other		Chata	Class of (Note 1)	shares issuab	le			
10.	Other (Please specify)	At price :	State currency	lssue and (dd/mm/y	allotment date : yyy)	(/	/)		
				EGM app (dd/mm/y	roval date: yyy)	(/	/)	N/A	
					Total E.	(Ordina	ry share		
						Preferent) O	ce share ther clas		_

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	443,576
	(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 Sh	are Capital	").)

Remarks (if any

Submitted by: HUNG Ka Wai					
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.