

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

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

To: Hong Kong Exchan	ges and Clearing	g Limited		
Name of Issuer	TIANGONG	INTERNATIONAL	COMPANY LI	MITED
Date Submitted	5 May 2015			
I. Movements in Authori	sed Share Capit	al		
1. Ordinary Shares				
(1) Stock code :	826 Descrip	tion:		
		No. of ordinary shares	Par value (US\$)	Authorised share capital (US\$)
Balance at close of prece	eding month	4,000,000,000	0.0025	10,000,000
Increase/(decrease)		<u> </u>	-	-
Balance at close of the n	nonth	4,000,000,000	0.0025	10,000,000
(2) Stock code : N	N/A Descrip	tion :		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prece	eding month			
Increase/(decrease)			-	
Balance at close of the n	nonth			

30/4/2015

Stock code: N	Descri	ption :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding month			
Increase/(decrease)				
Balance at close of the	he month			
3. Other Classes of S	Shares			
C. 1 1 N	/A Descri	ption :		
Stock code: N	<u>-                                      </u>			
Stock code: N		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
		No. of other	(State	capital
Balance at close of pure Increase/(decrease)		No. of other	(State	capital

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	2,220,080,000		N/A	N/A
Increase/ (decrease) during the month	<u> </u>		N/A	N/A
Balance at close of the month	2,220,080,000		N/A	N/A

III. Details of Movements in Issued Share Capital Share Options (under Share Option Schemes of the Issue

Share Options (under	Share Option S	Schemes of the	(ssuer)			
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
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -			8		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme adopted						
on 07/07/2007 -						
On 28/01/2011,						
options to						
subscribe for						
19,880,000 shares						
of US\$0.0025						
each (adjusted as a						
result of share						
subdivision as at						
24/05/2011) at						
HK\$1.275 per						
share were						
granted.						
Ordinary shares	-	-	-	-	-	3,080,000
(Note 1)	_					
2. Share Option						
Scheme adopted						
on 7/7/2007 -						
on 17/1/2014,						
options to subscribe for						
9,057,000 shares						
of US\$0.0025						
each at HK\$2.50						
per share were						
granted.						
Ordinary shares		<u>-</u>				9,002,000
(Note 1)						

Particulars of share option scheme including EGM				No. of new shar issuer issued duthe month purs	ring issuer	new shares of which may be bursuant thereto
approval date	Movement of	luring the month		thereto		se of the month
(dd/mm/yyyy) and		<u> </u>		•		
class of shares	Eii	C111	T			
issuable Granted 3. Share Option	Exercised	l Cancelled	Lapsed			
Scheme adopted						
on 7/7/2007 -						
on 18/8/2014,						
options to subscribe for						
22,147,000 shares						
of US\$0.0025						
each at HK\$1.78						
per share were						
granted.	20					22 147 000
Ordinary shares 22,147,00 ( <i>Note 1</i> )	<u> </u>	<del>-</del>			<del>_</del>	22,147,000
(Note 1)		Total A. (Ordin	ary shares)	N/A		
		· · · · · · · · · · · · · · · · · · ·	nce shares)	N/A		
		·	Other class)	N/A		
Total funds raised during the mor	nth from overei	·	outer class)	14/11		
options (State currency)	iitii iioiii exercis	Se 01	N/A			
options (State currency)			14/21			
Warrants to Issue Shares of the Is	ssuer which are	to be Listed			No. of new shares of	No. of new shares of
Description of warrants	Currency of nominal	f Nominal value at close of	Exercised during the	Nominal value at close of the	during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the month
(Date of expiry - dd/mm/yyyy)	value	preceding month	month	month		
1.	_					
	<u> </u>					
		. <u> </u>				
( / / )						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price			•			
EGM approval date						
(if applicable) (dd/mm/yyyy)	( /	/ )				
(46/11111/1/999)	( /	Tota	1B (Ordi	nary shares)	N/A	
		1014	`	ence shares)	N/A N/A	=
				Other class)	N/A	_

Convertibles (i.e. Convertible in 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.	<u> </u>					
	<u> </u>					
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
3.						
	_					
-	_					
Stock code (if listed)	<del></del>					
Class of shares						
issuable ( <i>Note 1</i> )  Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
4.	( / / )					
	<u></u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )		Total C (O-4)	nomy above a	NT/A	
			Total C. (Ordin (Prefere	nary snares) ence shares)	N/A N/A	=
				Other class)	N/A	<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:  1. Unlisted warrants to subscribe for 40,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB2.07 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 3 years from the date of issue, pursuant to general mandate granted at the 2013 AGM.  (Note 1)  2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 (subject to adjustment pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 40,000,000  Nil 40,000,000  Nil 70,000,000  Nil 70,000,000  3. (/ / ) shares (Note 1)	than under Share Option Schemes)		
1. Unlisted warrants to subscribe for 40,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB2.07 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 3 years from the date of issue, pursuant to general mandate granted at the 2013 AGM.  (Note 1)  Nil 40,000,000  Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 70,000,000  2.		during the month	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
US\$0.0025 each at an initial exercise price of RMB2.07 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 3 years from the date of issue, pursuant to general mandate granted at the 2013 AGM.  (Note 1)  2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 70,000,000  2. (Note 1)  Nil 70,000,000	1. Unlisted warrants to subscribe for 40,000,000 ordinary shares of		
of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 3 years from the date of issue, pursuant to general mandate granted at the 2013 AGM.  (Note 1)  2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 70,000,000  2. (Note 1) Nil 70,000,000			
Instrument) within 3 years from the date of issue, pursuant to general mandate granted at the 2013 AGM.  (Note 1)  Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil  70,000,000			
mandate granted at the 2013 AGM.			
(Note 1)  2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 40,000,000  Nil 40,000,000			
2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 70,000,000  2. (//) shares (Note 1)			
2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 70,000,000  2. (//) shares (Note 1)			
US\$0.0025 each at an initial exercise price of RMB1.3593 per share of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil  70,000,000  2.  (/ / ) shares (Note 1)		Nil	40,000,000
of US\$0.0025 (subject to adjustment pursuant to the terms of the Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil  70,000,000  2.  (/ / ) shares (Note 1)	2. Unlisted warrants to subscribe for 70,000,000 ordinary shares of		
Instrument) within 1 years from the date of issue, pursuant to general mandate granted at the 2014 AGM.  (Note 1)  Nil 70,000,000  2			
mandate granted at the 2014 AGM.			
(Note 1)  2.  (Note 1)  (Nil)  70,000,000  (/ / )  shares (Note 1)  3.			
2	mandate granted at the 2014 AGM.		
2			
2	(N ( 1)	NT'1	70 000 000
3	(Note 1)	N1l	/0,000,000
3			
3.	2		
3.			
3.		_	
3.	-	_	
3.		-	
3.	shares (Note 1)		
	Sildies (Note 1)		-
	3.		
		1	
( / / )		1	
	( / / )	1	
shares (Note 1)	shares (Note 1)		
Total D. (Ordinary shares) N/A			_
(Preference shares) N/A			_
(Other class) N/A	(Other class)	N/A	_

Class of shares issuable (Note 1)  1. Rights issue At price: State Currency State Issue and allotment (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 ) (1 / 1 )	No. of new shares of issuer issued during the month pursuant thereto the month issued pursuant thereto thereto as at close of the month			Issued Share Capital	Type of Issue	
1. Rights issue At price: State currency      Issue and allotment date: (dd/mm/yyyy)			Class of charge issuable		Type of issue	
Class of shares issuable   Class of shares iss						
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 (/ / )  Class of shares issuable (/ / )  Class of shares issuable (/ / )  EGM approval date: (dd/mm/yyyy)	/ )	( / / )		At price : State currency	Rights issue	1.
2. Open offer  At price: State currency  Issue and allotment ( / / )  EGM approval date: ( / / )  ( // )  EGM approval date: ( / / )  ( // )  Class of shares issuable ( / / )  Issue and allotment ( / / )  EGM approval date: ( / / )		( / / )				
2. Open offer  At price: State currency  Issue and allotment ( / / )  EGM approval date: ( / / )  ( // )  EGM approval date: ( / / )  ( // )  Class of shares issuable ( / / )  Issue and allotment ( / / )  EGM approval date: ( / / )						
Class of shares issuable (// / )  Begin approval date: (// / )  Class of shares issuable (// / )  Issue and allotment (// / )  date: (dd/mm/yyyy)  EGM approval date: (// / )  EGM approval date: (// / )  Graph office: currency (// / )  EGM approval date: (// / )  EGM approval date: (// / )  EGM approval date: (// / )  Class of shares issuable (// / )  EGM approval date: (// / )  EGM approval date: (// / )						
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 (//)	/ )	( / / )			Open offer	2.
3. Placing  At price: State currency ————————————————————————————————————	/ )	( / / )				
3. Placing  At price: State currency ————————————————————————————————————						
EGM approval date: ( / / ) (dd/mm/yyyy)  ———  Class of shares issuable ————						
(dd/mm/yyyy)  ————  Class of shares issuable ————	/ )	( / / )		At price : State currency	Placing	3.
	/ )	( / / )				
4. Bonus issue  Issue and allotment ( / / ) date : (dd/mm/yyyy)	/ )	( / / )			Bonus issue	4.
EGM approval date: ( / / ) (dd/mm/yyyy)	/ )	( / / )				

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			l	for Main Bo	ard and GEM lis  No. of new	No. of new
	Type of Issue				shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
	J.F.					
			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 ( <i>Note 1</i> )	Ordinary_		
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( //)		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares redeemed ( <i>Note 1</i> )			
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)	( / / )		

			For Main	Board	and GEM lis	ted issuers
	Type of Issue				No. of new shares of ssuer 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 (Note 1)	:	_		
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM 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)	( / /	)		
			Ordinary s reference s (Other	shares)	N/A	- - -
To	otal increase / (decrease) in ordinary shares during th	ne month (i.e. Total of A to	E):	(1)		N/A
T	otal increase / (decrease) in preference shares during	the month (i.e. Total of A	to E):	(2)	'	N/A N/A
	otal increase / (decrease) in other classes of shares during					N/A

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

Remarks (if any):				
Submitted by: <u>Lee Man Yin</u>				
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.