



香港交易所

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

For the month ended (dd/mm/yyyy) : 31 / 1 / 2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Leason CBM & Shale Gas Group Company Limited

Date Submitted 5 / 2 / 2014

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : <u>08270</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>20,000,000,000</u>	<u>HK\$0.01</u> each	<u>HK\$200,000,000.00</u>
Increase/(decrease)	_____	_____	_____
Balance at close of the month	<u>20,000,000,000</u>	<u>HK\$0.01</u> each	<u>HK\$200,000,000.00</u>
(2) Stock code : <u>NIL</u> Description : <u>NIL</u>			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>
Increase/(decrease)	<u>NIL</u>	_____	<u>NIL</u>
Balance at close of the month	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>

## 2. Preference Shares

Stock code :	<u>NIL</u>	Description :	<u>NIL</u>
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>

## 3. Other Classes of Shares

Stock code :	<u>NIL</u>	Description :	<u>NIL</u>
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>

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

**HK\$200,000,000.00**

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>5,461,735,792</u>	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>
Increase/ (decrease) during the month	<u>880,000,000</u>	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>
Balance at close of the month	<u>6,341,735,792</u>	<u>NIL</u>	<u>NIL</u>	<u>NIL</u>

## 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. Exercise price <u>HK\$ 0.495</u> Share Option Scheme Shareholders approved (18 / 5 / 2011 ) shares (Note 1)	0	0	0	0	0	247,260,000
2.  ( / / ) shares (Note 1)	N/A	N/A	N/A	N/A	N/A	N/A
3.  ( / / ) shares (Note 1)	N/A	N/A	N/A	N/A	N/A	N/A
			Total A. (Ordinary shares)		<u>0</u>	N/A
			(Preference shares)		<u>N/A</u>	N/A
			(Other class)		<u>N/A</u>	N/A
Total funds raised during the month from exercise of options (State currency)			<u>NIL</u>			

## 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. _____ _____  ( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
2. _____ _____  ( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
3. _____ _____  ( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
4. _____ _____  ( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	N/A	N/A	N/A	N/A	N/A	N/A
				Total B. (Ordinary shares)	N/A	
				(Preference shares)	N/A	
				(Other class)	N/A	

## 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	N/A	N/A	N/A	N/A	N/A	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.	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
3.	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4.	N/A	N/A	N/A	N/A	N/A	N/A
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)	N/A	
				(Preference shares)	N/A	
				(Other class)	N/A	

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)	880,000,000	N/A
2. Note (B)		
( / / )		
shares (Note 1)	N/A	3,170,867,896
3.		
( / / )		
shares (Note 1)	N/A	N/A
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Note (A):

On 20 December 2013, Mr. Wang Zhong Sheng (“Mr. Wang”) and RHB OSK Securities Hong Kong Limited (the “Placing Agent”) entered into a placing agreement, whereby the Placing Agent has agreed to place, on behalf of Mr. Wang and on a best efforts basis, an aggregate of up to 880,000,000 existing ordinary shares of the Company (the “Placing Shares”) to not less than six placees at a price of HK\$0.092 per Placing Share (the “Placing”).

On the same day, the Company and Mr. Wang entered into a top-up subscription agreement, whereby Mr. Wang has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue and allot, the Subscription Shares (as defined below) at the subscription price of HK\$0.092 per Subscription Share (the “Subscription Agreement”) (the “Subscription”). The number of new shares to be subscribed by Mr. Wang pursuant to the Subscription Agreement shall be equivalent to the number of Placing Shares successfully placed by the Placing Agent under the Placing (the “Subscription Shares”). The Subscription was conditional upon, among other things, 1) the completion of the Placing; and 2) The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in, the Subscription Shares.

The Placing was completed on 30 December 2013 in accordance with the Placing Agreement and an aggregate of 880,000,000 Placing Shares have been successfully placed. The Subscription was completed on 3 January 2014 whereby 880,000,000 Subscription Shares were allotted and issued to Mr. Wang in accordance with the Subscription Agreement.

For details of the Placing and the Subscription, please refer to the announcements of the Company dated 22 December 2013 and 3 January 2014.

Note (B):

On 22 December 2013, the Company announced that it has proposed to raise not less than approximately HK\$109.2 million and not more than approximately HK\$131.7 million, before expenses, by an open offer of not less than 2,730,867,896 new shares and not more than 3,293,247,896 new shares at the open offer price of HK\$0.04 per Offer Share (the “Offer Share(s)”), on the basis of one Offer Share for every two existing shares held on the record date payable in full upon application (the “Open Offer”). As at 31 January 2014, the Open Offer has not yet been completed.

For details of the Open Offer, please refer to the announcement of the Company dated 22 December 2013 and the prospectus of the Company dated 15 January 2014.

## 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 _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	NIL	NIL
2.	Open offer	At price : State currency <u>HK\$ 0.04</u>	Class of shares issuable <u>Ordinary</u> (Note 1) ( / / ) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)	NIL	3,170,867,896
3.	Placing	At price : State currency <u>HK\$ 0.092</u>	Class of shares issuable <u>Ordinary</u> (Note 1) Issue and allotment date : (dd/mm/yyyy) (03/01/2014) EGM approval date: (dd/mm/yyyy) ( / / )	880,000,000	NIL
4.	Bonus issue		Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	NIL	NIL

## 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) ( / / )	<u>NIL</u> <u>NIL</u>
6.	Repurchase of shares	Class of shares repurchased _____ (Note 1) Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>NIL</u> <u>NIL</u>
7.	Redemption of shares	Class of shares redeemed _____ (Note 1) Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>NIL</u> <u>NIL</u>
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) ( / / )	<u>NIL</u> <u>NIL</u>



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) ( / / )	NIL	NIL
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) ( / / )	NIL	NIL
Total E.		(Ordinary shares) 880,000,000	(Preference shares) NIL
		(Other class) NIL	NIL

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) 880,000,000
	(2) NIL
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	NIL
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	NIL
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>	

Remarks (if any):

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Submitted by:           LUI CHI KEUNG          

Title:                   SECRETARY                    
(Director, Secretary or other duly authorised officer)

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*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.*