

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clear	ing Limited					
	Xinao Gas Holdings Limited 07/04/2010					
I. Movements in Authorised Share Ca	pital					
1. Ordinary Shares						
(1) Stock code : <u>2688</u> Desc	ription : Ordinary	Shares				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	3,000,000,000	HKD0.1	HKD300,000,000			
Increase/(decrease)	Nil		Nil			
Balance at close of the month	3,000,000,000	HKD0.1	HKD300,000,000			
(2) Stock code : N/A Desc	ription :					
	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						

31/03/2010

Stock code: N/A Des	cription:		
	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			
	cription :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other classes of shares	(State	
Stock code: N/A Des	No. of other classes of shares	(State	capital

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,050,149,397	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	1,050,149,397	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under a	Share Option	Schemes of the	issuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme including EGM					issuer issued during	issuer which may be issued pursuant thereto
approval date					the month pursuant thereto	as at close of the month
(dd/mm/yyyy) and —		Movement duri	ng the month		· illereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option	Nil	Nil	Nil	Nil	Nil	Nil
scheme (the "2002	1111	1411	MI	1111	1411	1111
Scheme") approved						
at EGM held on						
(21/05/2002)						
Ordinary shares						
(Note 1)						
2.						
<u></u>						
(/ /)						
shares						
(Note 1)						
3.						
<u>J.</u>						
(/ /)						
shares						
(Note 1)				_		
		To	otal A. (Ordin	•	Nil	
				nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised duri	ing the month	n from exercise o	of			
options (State currency				Nil		
	-					

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto as at Currency of Nominal value at Exercised Nominal value thereto close of the Description of warrants nominal close of during the at close of the month (Date of expiry - dd/mm/yyyy) value preceding month month month 1. N/A (/ / Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Total B. (Ordinary shares) (Preference shares) N/A (Other class) N/A

Class and description	Currency of amount	Amount at close of preceding month		Amount at close of the	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 and description 1. N/A	outstanding	Шопш	Шопш	month		
1. IVA	_ _ _					
0. 1. 1. (101) . 1)						
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						
	<u> </u>					
Stock code (if listed)						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A	 					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)						
4. N/A	(/ /) 					
Charles and a (if lines 1)						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total C. (Ordin	nary shares) ence shares)	N/A N/A	-
				Other class)	N/A	• •

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

Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issued issuer which during the may be month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable N/A(*Note 1*) (/ /) At price : State currency Issue and allotment 1. Rights issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable N/A(*Note 1*) (/ /) At price : State currency Issue and allotment Open offer date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable N/A (*Note 1*) (/ /) At price : State currency Issue and allotment 3. Placing date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable N/A(*Note 1*) (/ /) Issue and allotment Bonus issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy)

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable N/A (*Note 1*) At price : State (/ / Issue and allotment Scrip dividend currency date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) shares <u>N/A</u> Class of repurchased (Note 1) (/ / Repurchase of Cancellation date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) shares N/A Class of redeemed (Note 1) 7. Redemption of (/ / Redemption date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable N/A (*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 listed issuers No. of new No. of new shares of shares of issuer which issuer issued during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable __N/A___ (*Note 1*) (/ /) 9. Capital Issue and allotment reorganisation date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable __N/A___ (*Note 1*) At price : State currency 10. Other (/ / Issue and allotment (Please specify) date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (Ordinary shares) Total E. N/A (Preference shares) N/A (Other class) N/A Nil Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) N/A (2)

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

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").)

N/A

N/A

Remarks (if any):			
N/A			
Submitted by:	Cheng Chak Ngok		
,			
Title:	Secretary		
(Director, Se	ecretary 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.