

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

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

28/02/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer ENN Energy Holdings Limited

Date Submitted 05/03/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 2688 Description : Ordinary Shares

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>3,000,000,000</u>	<u>HKD0.1</u>	<u>HKD300,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>3,000,000,000</u>	<u>HKD0.1</u>	<u>HKD300,000,000</u>

(2) Stock code : N/A Description : \_\_\_\_\_

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

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

HKD300,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<u>1,082,844,897</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>1,625,327</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>1,084,470,224</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</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. Share option scheme (the "2002 Scheme") approved at EGM held on ( 21/05/2012 ) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	200,000
2. New Share Option scheme (the "2012 Scheme") approved and adopted at AGM held on (26/ 06 / 2012 ) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	8,887,500
3. N/A    ( / / ) shares (Note 1)						
			Total A. (Ordinary shares)		Nil	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (State currency)				Nil		

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. 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)					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. US\$500,000,000 Zero Coupon Convertible Bonds Due 2018	US\$	341,500,000	10,000,000	0 <sup>#</sup>	1,625,327	0
Stock code (if listed)	XS0884410019 (ISIN code)					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$47.73*					
EGM approval date (if applicable) (dd/mm/yyyy)	N/A					
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 C. (Ordinary shares)	1,625,327	
				(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. N/A    ( / / ) shares (Note 1)		
2. N/A    ( / / ) shares (Note 1)		
3. N/A    ( / / ) shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

## 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) <u>    N/A    </u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
2.	Open offer	At price :	State currency _____	Class of shares issuable (Note 1) <u>    N/A    </u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
3.	Placing	At price :	State currency _____	Class of shares issuable (Note 1) <u>    N/A    </u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
4.	Bonus issue			Class of shares issuable (Note 1) <u>    N/A    </u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
5.	Scrip dividend	At price :	State currency _____	Class of shares issuable (Note 1) <u>    N/A    </u> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____

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
6.	Repurchase of shares		Class of shares repurchased ( <i>Note 1</i> ) <u>  N/A  </u> Cancellation date : ( / / ) (dd/mm/yyyy) AGM approval date: ( / / ) (dd/mm/yyyy)		
7.	Redemption of shares		Class of shares redeemed ( <i>Note 1</i> ) <u>  N/A  </u> Redemption date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)		
8.	Consideration issue	At price : State currency _____	Class of shares issuable ( <i>Note 1</i> ) <u>  N/A  </u> Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)		
9.	Capital reorganisation		Class of shares issuable ( <i>Note 1</i> ) <u>  N/A  </u> Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)		
10.	Other (Please specify)	At price : State currency _____	Class of shares issuable ( <i>Note 1</i> ) <u>  N/A  </u> Issue and allotment date : ( / / ) (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)		
				Total E. (Ordinary shares)	<u>  N/A  </u>
				(Preference shares)	<u>  N/A  </u>
				(Other class)	<u>  N/A  </u>



Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	1,625,327
	(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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

\* Pursuant to the relevant provisions of the US\$500,000,000 Zero Coupon Convertible Bonds due 2018 (the "Convertible Bonds" ), immediately after the record date of the 2015 Final Dividend of 08 Jun 2016, the conversion prices had been adjusted from HK\$48.62 per Share to HK\$47.73 per Share as a result of the 2015 Final Dividend.

All other terms and conditions of the Convertible Bonds remain unchanged. The outstanding principal amount of the Bonds of US\$500,000,000 entitle the holders of the Bonds to convert into 79,778,897 new Shares was therefore changed to 81,266,499 new Shares after the aforesaid adjustment.

For more details, please refer to the Company's announcements dated 19 March 2017 and 30 January 2013.

# During the month, the Company had received conversion notices from the Bondholders in respect of their exercise of conversion rights attaching to the Bonds in an aggregate principal amount of US\$341,500,000, representing all of the remaining outstanding Bonds. The Company has exercised its Cash Settlement Option to satisfy US\$331,500,000 of the conversion rights of the Converted Bonds with US\$10,000,000 satisfied by delivery of 1,625,327 new ordinary shares in the Company, in each case pursuant to the terms and conditions governing the Bonds.

Submitted by: WONG Chui Lai

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.