

Monthly Return of Equity Issuer on Movements in Securities

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

31/07/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Asia Energy Logistics Group Limited

Date Submitted 04/08/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 351 Description : N/A

	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) Stock code : _____ 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 : _____ 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 : _____ 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) : _____ N/A

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	495,975,244	_____	_____	_____
Increase/ (decrease) during the month	1,100,000,000	_____	_____	_____
Balance at close of the month	1,595,975,244	_____	_____	_____

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.						
(Note 1)						
2.						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
Total A. (Ordinary shares)					-	
(Preference shares)					-	
(Other class)					-	
Total funds raised during the month from exercise of options (State currency)					-	

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

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. GIC Convertible Bonds in aggregate principal amount of HK\$100,000,000	HKD	100,000,000	Nil	Nil (Remark 1)	Nil	Nil
Stock code (if listed)						
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.375					
EGM approval date (if applicable) (dd/mm/yyyy)	(26/01/2018)					
2. Convertible Bonds in aggregate principal amount of HK\$18,000,000 due 2021	HKD	18,000,000	Nil	Nil (Remark 2)	Nil	Nil
Stock code (if listed)						
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.466					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. Convertible Bonds in aggregate principal amount of HK\$42,500,000 due 2022	HKD	42,500,000	Nil	500,000 (Remark 3)	Nil	1,666,666
Stock code (if listed)						
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.30					
EGM approval date (if applicable) (dd/mm/yyyy)	(15/08/2019)					
4. Convertible Bonds in the principal amount of HK\$48,000,000 due 2023	HKD	Nil	Nil	48,000,000	Nil	300,000,000
Stock code (if listed)						
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK\$0.16					
EGM approval date (if applicable) (dd/mm/yyyy)	(09/07/2020)					
Total C. (Ordinary shares) _____						
(Preference shares) _____						
(Other class) _____						

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options

March 2019

(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. 20,000,000 ordinary shares in the share capital of the Company to be issued (as adjusted as a result of the share consolidation) (subject to adjustment) as consideration ("Consideration Shares") pursuant to the sale and purchase agreement dated 18 December 2009 (as amended by the first supplemental agreement dated 24 December 2009 and the second supplemental agreement dated 28 April 2010)(collectively, the "S & P Agreement") involving the acquisition of the entire equity interests in Ocean Jade Investments Limited ("Ocean Jade") as disclosed in the Company's circular dated 30 April 2010 (the "Circular") (Remark 4) (EGM approval date: 18/05/2010) Ordinary shares	Nil	20,000,000
2. _____ _____ _____ (/ /) shares (Note 1)		
3. _____ _____ _____ (/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)		

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) _____	(/ /) (/ /)	_____	_____
2. Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ 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) _____ Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /) (/ /)	_____	_____
4. Bonus issue		Class of shares issuable (Note 1) _____ 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
5. Scrip dividend	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) (/ /)	_____	_____
6. Repurchase of shares		Class of shares _____ repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
7. Redemption of shares		Class of shares _____ redeemed (<i>Note 1</i>) 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>) 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
9. Capital reorganisation	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
10. Other (Please specify) Subscription of ordinary shares	Class of shares <u>Ordinary</u> issuable (<i>Note 1</i>) At price : State currency <u>HK\$0.16</u> Issue and allotment date : (dd/mm/yyyy) (13/07/2020) EGM approval date: (dd/mm/yyyy) (09/07/2020)	1,100,000,000	-
Total E. (Ordinary shares)		1,100,000,000	
(Preference shares)		-	
(Other class)		-	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	1,100,000,000
	(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").)		

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:	
(Note 2)	
(i)	all money due to the listed issuer in respect of the issue of securities has been received by it;
(ii)	all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
(iii)	all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

- | | |
|--------|---|
| (iv) | all the securities of each class are in all respects identical (<i>Note 3</i>); |
| (v) | all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements; |
| (vi) | all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue; |
| (vii) | completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and |
| (viii) | the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies. |

Remarks (if any):

Remark 1:

On 15 July 2020, the GIC Convertible Bonds in aggregate principal amount of HK\$100,000,000 had been fully repaid by way of early redemption pursuant to the terms and conditions of the GIC Convertible Bonds Instrument.

Remark 2:

On 17 July 2020, the Convertible Bonds due 2021 in aggregate principal amount of HK\$18,000,000 had been fully repaid as agreed with the bondholders.

Remark 3:

On 17 July 2020, the Convertible Bonds due 2022 in aggregate principal amount of HK\$42,000,000 had been fully repaid as agreed with the bondholders.

Remark 4:

Pursuant to the S & P Agreement, 20,000,000 Consideration Shares (as adjusted as a result of the share consolidation) (subject to adjustment) will be issued when the net profit after tax of Ocean Jade as shown in the Special Audited Accounts (as defined in the Circular) shall not be less than HK\$20 million ("Profit Guarantee"). In the event that the Profit Guarantee is not met ("Shortfall"), the number of Consideration Shares to be issued under the S & P Agreement shall be reduced pro-rata to the actual Shortfall.

Submitted by: Fu Yongyuan

Title: Director

Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.*
3. *"Identical" means in this context:*
 - *the securities are of the same nominal value with the same amount called up or paid up;*
 - *they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and*
 - *they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.*
4. *If there is insufficient space, please append the prescribed continuation sheet.*