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CHINA GAS HOLDINGS LIMITED

中國燃氣控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 384)

DELAY IN DESPATCH OF CIRCULAR

As additional time is required to prepare the information to be contained in the Circular, including the accountants' report on the target Group, the unaudited pro forma financial information of the enlarged Group and the valuation report on the land and properties of the enlarged Group, which are all under preparation, the Company expects that the despatch of the Circular will be delayed from 16 April 2008 to on or before 30 May 2008.

The Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.38 of the Listing Rules such that the despatch of the Circular is to be postponed to on or before 30 May 2008.

Reference is made to the announcement (the "**Announcement**") of the Company dated 26 March 2008 in relation to, among other things, the Transactions. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

Pursuant to Rule 14.38 of the Listing Rules, the Company is required to despatch the circular (the "**Circular**") containing, among other things, details of the Transactions and a notice of the EGM of the Company to the Shareholders within 21 days after the publication of the Announcement, which shall be on or before 16 April 2008. As additional time is required to prepare the information to be contained in the Circular, including the accountants' report on the target Group, the unaudited pro forma financial information of the enlarged Group and the valuation report on the land and properties of the enlarged Group, which are all under preparation, the Company expects that the despatch of the Circular will be delayed from 16 April 2008 to on or before 30 May 2008.

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By order of the Board
China Gas Holdings Limited
Liu Ming Hui
Managing Director

Hong Kong, 15 April 2008

* *For identification purposes only*

As at the date of this announcement, Mr. Li Xiao Yun, Mr. Xu Ying, Mr. Liu Ming Hui, Mr. Ma Jin Long and Mr. Zhu Wei Wei are the executive Directors, Mr. Feng Zhuo Zhi, Mr. Mark Gelinas, Mr. Joe Yamagata and Mr. R.K. Goel are the non-executive Directors and Mr. Zhao Yu Hua, Dr. Mao Er Wan and Ms. Wong Sin Yue, Cynthia are the independent non-executive Directors.