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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)**

### **(I) ANNOUNCEMENT PURSUANT TO RULE 13.09(1) OF THE LISTING RULES AND (II) RESUMPTION OF TRADING**

This announcement is made pursuant to Rule 13.09 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

At the request of the Company, trading in the Shares has been suspended with effect from 9:00 a.m. on 10 November 2011 pending the release of this announcement.

The board of Directors of the Company (the “**Board**”) wishes to report that in the afternoon of 9 November 2011, the Company was approached by an independent potential investor which expressed interest in investing in a substantial stake of the Company. The Board will consider this potential investment. No negotiation has taken place and no agreement has been entered into between the parties as at the date of this announcement.

The Board also wishes to refer to the newspaper article published on Apple Daily on 11 November 2011 in relation to, amongst other things, the bail of Mr. Liu Ming Hui, a former managing and executive director of the Company, and Mr. Huang Yong, a former executive president of the Company.

The Company has instructed its PRC legal counsels to conduct enquiries on the matter mentioned in such newspaper article, and as at the date of this announcement, the Company has not received confirmation of such matter from any judicial authorities in China. The Company has instructed its PRC legal counsels to gather further information in relation to such matter and will make further announcement in relation thereto as and when appropriate in accordance with the Listing Rules.

Save as disclosed above, there is no other price sensitive information of the Company which is known to the Board as at the date of this announcement.

Application has been made to the Stock Exchange for resumption of trading in the Shares with effect from 9:00 a.m. on 14 November 2011.

By Order of the Board  
**China Gas Holdings Limited**  
**Wong Sin Yue, Cynthia**  
*Chairperson*

Hong Kong, 14 November 2011

*As at the date of this announcement, Mr. LEUNG Wing Cheong, Eric, Mr. PANG Yingxue, Mr. ZHU Weiwei and Mr. MA Jinlong are the executive Directors, Mr. FENG Zhuozhi, Mr. Jo YAMAGATA, Mr. P K JAIN, Mr. MOON Duk Kyu (his alternate is Mr. KIM Yong Joong) and Mr. Mulham AL-JARF (his alternate is Mr. Mark D. GELINAS) are the non-executive Directors and Mr. ZHAO Yuhua, Dr. MAO Erwan and Ms. WONG Sin Yue, Cynthia are the independent non-executive Directors.*

\* *For identification purpose only*