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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)

DISCLOSEABLE AND CONNECTED TRANSACTION

**PROPOSED ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL
OF FORTUNE GAS INVESTMENT HOLDINGS LIMITED**

**EXTENSION OF LONG STOP DATE
IN RELATION TO THE SHARE PURCHASE AGREEMENT**

Reference is made to the announcement (“**Announcement**”) of China Gas Holdings Limited (“**Company**”) dated 18 December 2012 and the circular (“**Circular**”) of the Company dated 22 January 2013 in relation to, among other things, a discloseable transaction and connected transaction involving the proposed acquisition of the entire issued share capital of Fortune Gas Investment Holdings Limited (“**Fortune Gas**”). Capitalised terms used herein shall have the same meaning as those defined in the Announcement and Circular, unless otherwise specified.

EXTENSION OF LONG STOP DATE

Pursuant to the Share Purchase Agreement, Completion shall be conditional upon the Conditions having been fulfilled or waived on or before 30 June 2013 (or such later date as the Purchaser and the Sellers may agree in writing) (“**Long Stop Date**”). Given that additional time is required for the fulfilment of the Conditions, the Company, the Purchaser (being a wholly-owned subsidiary of the Company), the Sellers and the Guarantor (“**Parties**”) have entered into a supplemental agreement (“**Supplemental Agreement**”) on 27 June 2013, pursuant to which the Parties have agreed to extend the Long Stop Date to 30 September 2013.

* *for identification purpose only*

Save for the abovementioned extension of the Long Stop Date, all terms and conditions in the Share Purchase Agreement remain unchanged and in full force and effect.

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

Hong Kong, 27 June 2013

As of the date of this announcement, Mr. LIU Ming Hui, Mr. LEUNG Wing Cheong, Eric, Mr. PANG Yingxue, Mr. ZHU Weiwei, Mr. MA Jinlong, Mr. CHEN Xinguo and Mr. HUANG Yong are the Executive Directors; Mr. FENG Zhuozhi, Mr. P. K. JAIN and Mr. YU Jeong Joon (his alternate being Mr. KIM Yong Joong) are the Non-executive Directors; and Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. WONG Sin Yue, Cynthia, Mr. HO Yeung and Ms. CHEN Yanyan are the Independent Non-executive Directors.