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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)

**FINANCIAL INFORMATION OF ZHONGRAN INVESTMENT LIMITED*
FOR THE YEAR ENDED 31 DECEMBER 2015 AND
FOR THE THREE MONTHS ENDED 31 MARCH 2016**

This is a voluntary announcement made by China Gas Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”).

Zhongran Investment Limited (中燃投資有限公司) (“**Zhongran Investment**”), a wholly-owned subsidiary of the Company, issued certain short-term financing bonds, medium-term notes and ultra-short-term financing bonds in the People’s Republic of China (the “**PRC**”). As at the date of this announcement, the total outstanding amount of bonds issued by Zhongran Investment was RMB6.6 billion.

Pursuant to the applicable rules and regulations in the PRC, the audited financial statements for the year ended 31 December 2015 (“**Audited Annual Financial Information**”) and the unaudited financial statements for the three months ended 31 March 2016 of Zhongran Investment (“**Unaudited Quarterly Financial Information**”) were published on the websites of Shanghai Clearing House (上海清算所網) (<http://www.shclearing.com>) and China Money (中國貨幣網) (<http://www.chinamoney.com.cn>) respectively on 29 April 2016.

Set out below are the key audited financial figures of Zhongran Investment for the year ended 31 December 2015 included in the Audited Annual Financial Information and unaudited financial figures of Zhongran Investment for the three months ended 31 March 2016 included in the Unaudited Quarterly Financial Information:

	For the year ended 31 December 2015	For the three months ended 31 March 2016
	<i>Renminbi</i>	<i>Renminbi</i>
Total assets	28,097,582,245	29,053,608,564
Total liabilities	15,854,838,528	16,225,885,156
Owner's equity	12,242,743,717	12,827,723,408
Revenue	12,167,161,789	4,363,621,809
Profit for the period	2,082,253,996	698,442,621
Net increase (decrease) in cash and cash equivalents	122,542,151	(730,117,339)
Cash and cash equivalents at the end of the period	2,761,874,316	2,031,756,977

The Audited Annual Financial Information, Unaudited Quarterly Financial Information and the key financial figures disclosed in this announcement were prepared in accordance with the PRC generally accepted accounting principles. The Unaudited Quarterly Financial Information and the key unaudited financial figures disclosed in this announcement were based on the unaudited management account and have not been reviewed or audited by the Company's auditors. The financial information is related to Zhongran Investment only and does not give a complete view of the operational and financial status of the Group.

Investors and shareholders of the Company should not place undue reliance on the aforesaid information and are advised to exercise caution in dealing in the Company's shares.

By order of the Board
China Gas Holdings Limited
ZHOU Si
Chairman

Hong Kong, 29 April 2016

As at the date of this announcement, Mr. ZHOU Si, Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Mr. MA Jinlong and Ms. LI Ching are the Executive Directors, Mr. YU Jeong Joon (his alternate is Mr. KIM Yong Joong), Mr. LIU Mingxing, Mr. Arun Kumar MANCHANDA and Mr. JIANG Xinhao 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.

* *For identification purpose only*