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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 NINE MONTHS ENDED 30 SEPTEMBER 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 unaudited financial statements for the nine months ended 30 September 2016 of Zhongran Investment (“**Unaudited 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 28 October 2016.

Set out below are the key unaudited financial figures of Zhongran Investment for the nine months ended 30 September 2016 included in the Unaudited Financial Information:

**For the nine months ended
30 September 2016**

Renminbi

| | |
|--|-------------------|
| Total assets | 30,116,867,090.38 |
| Total liabilities | 16,484,705,303.81 |
| Owner's equity | 13,632,161,786.57 |
| Revenue | 7,839,936,932.02 |
| Profit for the period | 1,536,106,351.94 |
| Net increase (decrease) in cash and cash equivalents | (921,917,868.43) |
| Cash and cash equivalents at the end of the period | 1,839,956,447.68 |

The Unaudited Financial Information and the key financial figures disclosed in this announcement were prepared in accordance with the PRC generally accepted accounting principles and 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, 28 October 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*