

THE HONG KONG AND CHINA GAS COMPANY LIMITED

(Incorporated in Hong Kong under the Companies Ordinance)

ANNUAL GENERAL MEETING – 29TH APRIL 2003 POLL RESULTS

The Hong Kong and China Gas Company Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting of the Company held on 29th April 2003 as follows:

| RESOLUTIONS | | NO. OF VOTES (%) | |
|--|--|-----------------------------|------------------------|
| | | FOR | AGAINST |
| 1. | To receive and consider the statement of accounts for the year ended 31st December 2002 and the reports of the Directors and Auditors thereon | 3,036,102,870 (99.999%) | 17,860 (0.001%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 2. | To declare a final dividend | 3,042,899,091 (100.000%) | 4,945 (0.000%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 3(I). | To re-elect Dr. Lee Hon Chiu as Director | 3,022,148,861 (99.491%) | 15,462,164 (0.509%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 3(II). | To re-elect Dr. The Hon. David Li Kwok Po as Director | 3,021,694,523 (99.480%) | 15,784,991 (0.520%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 4. | To re-appoint PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration | 3,035,687,978 (99.935%) | 1,960,284 (0.065%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 5. | To approve each Director’s fee and the additional fee for the Chairman | 3,035,854,864 (99.954%) | 1,391,653 (0.046%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 6(I). | To approve the general mandates to the Directors for the issue of shares and repurchase of shares | 3,018,980,629 (99.367%) | 19,244,341 (0.633%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |
| 6(II). | To authorise the Board of Directors to allot, issue or otherwise deal with additional shares equal to the number of shares repurchased under Resolution 6(I) | 3,018,496,097 (99.374%) | 19,003,232 (0.626%) |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was carried. | | | |

By Order of the Board

RONALD T.H. CHAN

Executive Director & Company Secretary

Hong Kong, 30th April 2003



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“Please also refer to the published version of this announcement in Asian Wall Street Journal”.