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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)

RESIGNATION AND APPOINTMENT OF EXECUTIVE DIRECTORS

The Board announced that (i) Mr. PANG Yingxue resigned as an executive Director of China Gas Holdings Limited (the "Company") and (ii) Ms. LI Ching has been appointed as an executive Director of the Company with effect from 10 January 2014.

RESIGNATION OF EXECUTIVE DIRECTOR

Mr. PANG Yingxue

The Board of the Company (the "Board") announces that Mr. PANG Yingxue ("Mr. PANG") resigned as an executive Director of the Company for personal reasons. His resignation was accepted by the Board on 10 January 2014 and become effective on the same date. Mr. PANG remains as Deputy Executive President of the Company.

Mr. PANG has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

The Board would like to express its gratitude to Mr. PANG for his service and contribution to the Company during his tenure of office.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. LI Ching ("Ms. LI") has been appointed as an executive Director of the Company with effect from 10 January 2014.

* *for identification purpose only*

Ms. LI Ching

Ms. LI, aged 55, has been the executive director of Fortune Oil PLC since 1998. The shares of Fortune Oil PLC are currently listed on the London stock exchange and she has been working in Fortune Oil PLC for more than 15 years. Prior to joining Fortune Oil PLC, Ms. LI worked in China North Industries Corporation for 15 years. She was in charge of finance and audit departments. She received a bachelor's degree from School of Public Finance of Central University of Finance and Economics in 1982. Ms. LI has extensive experience in finance and enterprise management.

Fortune Oil PLC is a substantial shareholder of the Company holding indirectly 916,565,463 shares (the "Fortune Shares"), representing 18.37% of the issued share capital of the Company as at the date of this announcement.

As at the date of this announcement, the Company has yet entered into a service agreement with Ms. LI, but Ms. LI is entitled to a director's fee as may be approved by the Remuneration Committee with reference to her roles and responsibilities and the prevailing market conditions. She has no designated length of service but she is subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company.

Saved as disclosed in this announcement, Ms. LI has not held any other directorship in any other publicly listed companies, whether in Hong Kong or overseas, during the last three years. Ms. LI does not have any relationship with any directors or senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Ms. LI is director of a few subsidiaries of the Company, including as a director of Fortune Gas Investment Holdings Limited, she does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong). Ms. LI holds 23 million shares in Fortune Oil PLC, representing 0.89% of the issued share capital of Fortune Oil PLC, but she does not have any interest in the Fortune Shares.

Save as disclosed above, the Company is not aware of other information in relation to the appointment of Ms. LI which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange or any other matter which needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warmest welcome to Ms. LI.

By Order of the Board of
China Gas Holdings Limited
LIU Ming Hui
Executive Chairman

Hong Kong, 10 January 2014

As of the date of this announcement, Mr. ZHOU Si, Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. LEUNG Wing Cheong, Eric, Mr. ZHU Weiwei, Mr. MA Jinlong, Mr. CHEN Xinguo and Ms. LI Ching are the executive Directors; Mr. YU Jeong Joon (his alternate being Mr. KIM Yong Joong) and Mr. Rajeev MATHUR 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.