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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)

### DESPATCH OF CIRCULAR FOR THE AGM AND NOT TO PUT FORTH THE PROPOSED REFRESHMENT OF THE SCHEME MANDATE LIMIT TO THE SHAREHOLDERS FOR APPROVAL AT THE AGM

Reference is made to the annual general meeting (the “AGM”) of China Gas Holdings Limited (the “**Company**”) proposed to be convened on 22 August 2018. The board of directors of the Company (the “Board”) would like to announce that a circular containing, among other things, matters to be resolved at the AGM, together with a notice of AGM to be despatched to the shareholders of the Company (the “**Shareholders**”) on 20 July 2018.

Reference is also made to the announcement of the Company dated 22 June 2018 in relation to the proposed refreshment of Scheme Mandate Limit (the “**June Announcement**”). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the June Announcement. As disclosed in the June Announcement, the Board proposed to seek the approval by the Shareholders at the AGM on the proposed refreshment of the Scheme Mandate Limit and to put forth the proposed attachment of conditions to the New Options. As the Board intends to further consider the structure and details with respect to the Share Option Scheme, the proposed refreshment of the Scheme Mandate Limit will not be put forth to the Shareholders for approval at the AGM. When the structure and details of the Share Option Scheme are finalized, the Company will make further announcement(s) in relation to the Share Option Scheme and seek the approval of the Shareholders as and when appropriate in compliance with the Listing Rules.

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

Hong Kong, 19 July 2018

As of 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 of the Company; Mr. YU Jeong Joon (his alternate being Mr. KWON Woonsang), Mr. LIU Mingxing (his alternate being Ms. LIU Chang), Mr. JIANG Xinhao and Mr. Rajeev Kumar MATHUR are the non-executive directors of the Company; and Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. WONG Sin Yue Cynthia, Ms. CHEN Yanyan and Mr. ZHANG Ling are the independent non-executive directors of the Company.

\* For identification purpose only