



24 May 2010

**Conditional voluntary general offer for shares in Zhongyu Gas Holdings Limited (“Zhongyu”)**

**Disclosure of dealings in the shares of China Gas Holdings Limited**

The Executive received the following disclosure of securities dealings pursuant to Rule 22 of the Hong Kong Code on Takeovers and Mergers:

<b>Party</b>	<b>Date</b>	<b>Bought / Sold</b>	<b>No. of Shares</b>	<b>Unit Price (HK\$)</b>	<b>Resultant balance and percentage of class</b>
First Shanghai Securities Limited	20 May 2010	Bought	10,000	3.57	
	20 May 2010	Bought	20,000	3.60	
	20 May 2010	Sold	10,000	3.61	
	20 May 2010	Sold	10,000	3.65	4,110,000 (0.122269%)

End

Notes:

1. First Shanghai Securities Limited is an associate of Zhongyu because it is under the same control as First Shanghai Capital Limited, the financial advisor to Zhongyu.
2. The dealings were made for the account of discretionary investment clients of First Shanghai Securities Limited.