



23 July 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:

| Party | Date | Bought / Sold | No. of Shares | Unit Price (HK\$) | Resultant balance and percentage of class |
|-----------------------------------|--------------|---------------|---------------|-------------------|---|
| First Shanghai Securities Limited | 22 July 2010 | Bought | 20,000 | 3.89 | 5,240,000 (0.153520%) |
| | | | 40,000 | 3.90 | |
| | | | 20,000 | 3.92 | |
| | | | 20,000 | 3.94 | |
| | | | 20,000 | 3.95 | |
| | | | 40,000 | 3.96 | |
| | | | 20,000 | 4.00 | |
| First Shanghai Securities Limited | 22 July 2010 | Sold | 20,000 | 3.94 | |
| | | | 50,000 | 4.01 | |
| | | | 12,000 | 4.02 | |
| | | | 18,000 | 4.03 | |

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 accounts of discretionary investment clients of First Shanghai Securities Limited.