

21 November 2011

**Proposed privatisation of**  
**Zhengzhou China Resources Gas Co., Ltd. (the “Company”) by way of a**  
**voluntary conditional offer by China Resources Gas Group Limited for all the issued shares in the Company**

**Disclosure of dealings in the H shares of the Company**

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>
York Capital Management Global Advisors, LLC	14 November 2011	Bought	3,000	16.58	3,543,000 (6.43%)
			15,000	16.60	3,540,000 (6.43%)
			4,000	16.44	3,525,000 (6.40%)
			16,000	16.56	3,521,000 (6.39%)
			22,000	16.58	3,505,000 (6.37%)
			1,000	16.52	3,483,000 (6.33%)
			12,000	16.58	3,482,000 (6.32%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	14 November 2011	Bought	3,000	16.60	3,470,000 (6.30%)
	13 November 2011		1,000	16.50	3,467,000 (6.30%)
			3,000	16.60	3,466,000 (6.29%)
			4,000	16.52	3,463,000 (6.29%)
			1,000	16.58	3,459,000 (6.28%)
			13,000	16.60	3,458,000 (6.28%)
	11 November 2011		9,000	16.38	3,445,000 (6.26%)
			1,000	16.46	3,436,000 (6.24%)
			5,000	16.38	3,435,000 (6.24%)
			10,000	16.28	3,430,000 (6.23%)
			1,000	16.38	3,420,000 (6.21%)
			25,000	16.46	3,419,000 (6.21%)
			2,000	16.44	3,394,000 (6.16%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	11 November 2011	Bought	14,000	16.46	3,392,000 (6.16%)
			1,000	16.38	3,378,000 (6.13%)
			11,000	16.46	3,377,000 (6.13%)
			1,000	16.36	3,366,000 (6.11%)
			5,000	16.34	3,365,000 (6.11%)
			3,000	16.40	3,360,000 (6.10%)
			6,000	16.30	3,357,000 (6.10%)
			7,000	16.32	3,351,000 (6.09%)
			5,000	16.40	3,344,000 (6.07%)
			2,000	16.36	3,339,000 (6.06%)
			5,000	16.40	3,337,000 (6.06%)
			3,000	16.46	3,332,000 (6.05%)
			3,000	16.36	3,329,000 (6.05%)
			1,000	16.42	3,326,000 (6.04%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	11 November 2011	Bought	2,000	16.46	3,325,000 (6.04%)
			2,000	16.36	3,323,000 (6.03%)
			3,000	16.46	3,321,000 (6.03%)
			1,000	16.40	3,318,000 (6.03%)
			1,000	16.36	3,317,000 (6.02%)
			8,000	16.46	3,316,000 (6.02%)
			2,000	16.44	3,308,000 (6.01%)
			5,000	16.46	3,306,000 (6.00%)
			4,000	16.50	3,301,000 (5.99%)
	10 November 2011		4,000	16.26	3,297,000 (5.99%)
			1,000	16.48	3,293,000 (5.98%)
			7,000	16.20	3,292,000 (5.98%)
			15,000	16.22	3,285,000 (5.97%)
			11,000	16.20	3,270,000 (5.94%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	10 November 2011	Bought	60,000	16.22	3,259,000 (5.92%)
			3,000	16.36	3,199,000 (5.81%)
			21,000	16.38	3,196,000 (5.80%)
	8 November 2011		4,000	16.90	3,175,000 (5.77%)
			4,000	16.92	3,171,000 (5.76%)
			9,000	16.98	3,167,000 (5.75%)
	7 November 2011		11,000	16.90	3,158,000 (5.73%)
	4 November 2011		13,000	16.96	3,147,000 (5.71%)
			18,000	16.94	3,134,000 (5.69%)
			31,000	16.96	3,116,000 (5.66%)
			6,000	16.98	3,085,000 (5.60%)
			59,000	16.96	3,079,000 (5.59%)
			3 November 2011	15,000	16.26
	24,000			16.28	3,005,000 (5.46%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	3 November 2011	Bought	19,000	16.30	2,981,000 (5.41%)
			8,000	16.32	2,962,000 (5.38%)
			1,000	16.38	2,954,000 (5.36%)
			18,000	16.36	2,953,000 (5.36%)
			45,000	16.40	2,935,000 (5.33%)
			15,000	16.38	2,890,000 (5.25%)
			2,000	16.30	2,875,000 (5.22%)
			9,000	16.38	2,873,000 (5.22%)
			2,000	16.40	2,864,000 (5.20%)
			1,000	16.60	2,862,000 (5.20%)
			3,000	16.68	2,861,000 (5.20%)
			12,000	16.76	2,858,000 (5.19%)
			6,000	16.80	2,846,000 (5.17%)
			2,000	16.90	2,840,000 (5.16%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	3 November 2011	Bought	16,000	16.96	2,838,000 (5.15%)
			6,000	16.88	2,822,000 (5.12%)
			21,000	16.90	2,816,000 (5.11%)
			15,000	16.94	2,795,000 (5.08%)
			8,000	16.76	2,780,000 (5.05%)
			46,000	16.98	2,772,000 (5.03%)
			9,000	16.96	2,726,000 (4.95%)
			4,000	16.98	2,717,000 (4.93%)
			35,000	16.90	2,713,000 (4.93%)
			2,000	16.96	2,678,000 (4.86%)
			34,000	16.94	2,676,000 (4.86%)
			4,000	16.86	2,642,000 (4.80%)
			30,000	16.80	2,638,000 (4.79%)
			9,000	16.90	2,608,000 (4.74%)



Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
York Capital Management Global Advisors, LLC	2 November 2011	Bought	30,000	16.14	2,599,000 (4.72%)
			20,000	16.18	2,569,000 (4.67%)
			6,000	16.16	2,549,000 (4.63%)
			1,000	16.18	2,543,000 (4.62%)
			3,000	16.16	2,542,000 (4.62%)
			11,000	16.28	2,539,000 (4.61%)

End

Notes:

1. York Capital Management Global Advisors, LLC is an associate of the Company under class (6) of the definition of “associate” of the Hong Kong Code on Takeovers and Mergers. The dealings were made on the account of discretionary investment clients of the investment managers of York Capital Management Global Advisors, LLC.
2. The disclosure form was first received by the Executive on 15 November 2011 and the information was posted to the SFC website on that date. Further revisions were subsequently made to that form and the Executive received the revised form on 18 November 2011.