



15 February 2012

**Pre-conditional voluntary general offer by Citigroup Global Markets Asia Limited
On behalf of
ENN Energy Holdings Limited and China Petroleum and Chemical Corporation
To acquire all of the outstanding shares in the issued share capital of
China Gas Holdings Limited (the “Company”) and cancel all the outstanding share options of the Company**

Disclosure of dealings in the 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:

Party	Date	Bought / Sold	No. of Shares	Unit Price (HK\$)	Resultant balance and percentage of class
China Gas Group Limited	14 February 2012	Bought	250,000	3.69	559,866,000 (12.77%)
			200,000	3.68	
			250,000	3.67	

End

Notes:

1. Fortune Oil Holdings Limited and Mr Liu Ming Hui have agreed to exercise certain rights in respect of their shares in China Gas Holdings Limited in conjunction with one another. Fortune Oil Holdings Limited and Mr Liu Ming Hui are deemed to be a single person and an associate of the Company under class (6) of the definition of “associate” of the Hong Kong Code on Takeovers and Mergers.



2. All ordinary shares of China Gas Holdings Limited held by Fortune Oil Holdings Limited had been transferred to China Gas Group Limited on 13 Feb 2012. The controller of China Gas Group Limited is Fortune Oil PLC.