



23 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
SK E&S Co., Ltd. ¹	22 February 2012	Bought	100,000	3.68	474,511,000 (10.83%) ²

End

Notes:

1. SK E&S Co., Ltd. is an associate of the Company under class (6) of the definition of “associate” of the Hong Kong Code on Takeovers and Mergers. The ultimate owner of SK E&S Co., Ltd. is Mr. Chey Taewon.



2. To the best of the knowledge of SK E&S, SK Gas Co., Ltd (“SK Gas”) separately holds 196,919,000 shares (4.49%) of China Gas Holdings Limited. SK Gas is a subsidiary of SK Chemicals Ltd (“SK Chemicals”), a company listed on the Korean Stock Exchange. As of 31 December 2011, SK Chemicals’ largest single shareholder was Mr. Chey Changwon. Apart from Mr. Chey Taewon’s 3.1% interest in the preferred non-voting shares of SK Chemicals (0.4% of the total issue share capital), neither Mr. Chey Taewon nor any companies controlled by him have any interest in SK Chemicals or SK Gas nor is there any agreement or understanding, formal or informal, between (i) Mr. Chey Taewon or SK E&S and (ii) SK Chemicals, SK Gas or Mr. Chey Changwon to cooperate to obtain or consolidate control of the shares in China Gas Holdings.