

22 August 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 options / derivatives 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	Description of options/ derivatives	Exercise price (HK\$)	Exercise period	No. of options/ derivatives	Nature of dealing	No. of voting shares concerned	Unit Price (HK\$)	Resultant balance
Fortune Max Holdings Limited/ China Gas Group Limited/ LIU Ming Hui	21 August 2012	Ordinary shares	0.71	22 November 2004 – 5 October 2014	130,000,000	Exercise	130,000,000	0.71	836,550,000

End



Note:

1. Liu Ming Hui is an associate of the Company under class (3) and (6) of the definition of “associate” of the Hong Kong Code on Takeovers and Mergers.
2. Fortune Max Holdings Limited, China Gas Group 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 Max Holdings Limited, China Gas Group 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. The controllers of China Gas Group Limited are Fortune Oil PLC and Mr Liu Ming Hui. Fortune Max Holdings Limited is 100% owned by Mr CHIU Tat Jung, Daniel who is indirectly interested in 30% or more of Fortune Oil PLC.
3. The dealing was made by LIU Ming Hui.