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(Stock Code: 702)

## **CHANGE OF COMPANY SECRETARY**

The Board announces that in order to strengthen the Company's corporate governance, Mr. Wan Tze Fan Terence has tendered his resignation as the company secretary of the Company with effect from 12 December 2011 so that he can focus and discharge his current role as executive director and chief financial officer of the Company more effectively. The Board is pleased to announce that Ms. Yim Siu Hung has been appointed as the company secretary of the Company with effect from 12 December 2011.

The board of directors (the "Board") of Sino Oil and Gas Holdings Limited (the "Company") announces that in order to strengthen the Company's corporate governance, Mr. Wan Tze Fan Terence has tendered his resignation as the company secretary of the Company with effect from 12 December 2011 so that he can focus and discharge his current role as executive director and chief financial officer of the Company more effectively.

The Board is pleased to announce that Ms. Yim Siu Hung ("Ms. Yim"), who has joined the Company since August 2005, has been appointed as the company secretary of the Company with effect from 12 December 2011. Ms. Yim holds a degree in law and a degree in accountancy. She is an associate member of both The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators. She has years of extensive experience in the company secretarial sector and has worked for international accounting and law firms and listed companies in Hong Kong.

The Board would like to take this opportunity to welcome Ms. Yim for her new appointment.

By order of the Board  
**Sino Oil and Gas Holdings Limited**  
**Dai Xiaobing**  
*Chairman*

Hong Kong, 12 December 2011

*As at the date of this announcement, the Board comprises four executive directors, namely, Dr. Dai Xiaobing, Mr. King Hap Lee, Mr. Wang Ziming and Mr. Wan Tze Fan Terence; one non-executive director, Mr. Kong Siu Tim; and three independent non-executive directors, namely, Mr. Wong Kwok Chuen Peter, Dr. Wong Lung Tak Patrick and Dr. Wang Yanbin.*