

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares or other securities of Zhengzhou Gas Company Limited.



ZHENGZHOU GAS COMPANY LIMITED*

鄭州燃氣股份有限公司

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8099)

POSTPONEMENT OF EXTRAORDINARY GENERAL MEETING AND CLASS MEETINGS

The Directors wish to announce that the date and time for the holding of the EGM and the Class Meetings for the holders of the Domestic Shares and the H Shares to consider and approve, among other things, (i) the Main Board Migration; (ii) the Voluntary Withdrawal; (iii) the New Issue; (iv) the proposed use of the proceeds (net of all related expenses) from the New Issue and (v) the adoption of the Amended Articles will be changed to Monday, 21 November 2005 at 9:00 a.m., 10:00 a.m. and 11:00 a.m. respectively, while the venue will remain unchanged. A circular containing, inter alia, details of the Main Board Migration, the Voluntary Withdrawal and the New Issue and notices to convene the EGM and the Class Meetings, will be despatched to the Shareholders in due course.

Reference is made to the announcement (the “**Announcement**”) of Zhengzhou Gas Company Limited (the “**Company**”) dated 16 September 2005. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those used in the Announcement.

The Directors wish to announce that the date and time for the holding of the EGM and the Class Meetings for the holders of the Domestic Shares and the H Shares to consider and approve, among other things, (i) the Main Board Migration; (ii) the Voluntary Withdrawal; (iii) the New Issue; (iv) the proposed use of the proceeds (net of all related expenses) from the New Issue and (v) the adoption of the Amended Articles will be changed to Monday, 21 November 2005 at 9:00 a.m., 10:00 a.m. and 11:00 a.m. respectively, while the venue will remain unchanged. In light of the change of the date of the EGM and the Class Meetings, the dates for the closure of the register of members of the Company are changed accordingly such that the register of members will be closed from 22 October 2005 to 21 November 2005 (both dates inclusive).

A circular containing, inter alia, details of the Main Board Migration, the Voluntary Withdrawal and the New Issue and notices to convene the EGM and the Class Meetings, will be despatched to the Shareholders in due course.

As at the date of this announcement, the members of the Board comprise (i) the executive Directors, namely Mr. Yan Guoqi (閔國起) (Chairman), Mr. Song Jinhui (宋金會) and Ms. Niu Minghua (牛鳴華); (ii) the non-executive Directors, namely Mr. Chang Zongxian (常宗賢), Mr. Wang Yuheng (王玉珩), Mr. Zhang Wushan (張武山), Mr. Li Keqing (李克清), Mr. Zhang Chaoyi (張超義) and Mr. Li Zhenguo (李振國); and (iii) the independent non-executive Directors, namely Mr. Zhang Yichun (張亦春), Mr. Liu Jianwen (劉劍文) and Ms. Yu Shulian (余恕蓮).

* *For identification purposes only*

By Order of the Board
Zhengzhou Gas Company Limited
Yan Guoqi
Chairman

Zhengzhou, the PRC
16 September 2005

This announcement will remain on the “Latest Company Announcements” page of the GEM website for at least 7 days from its date of publication.