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ZHENGZHOU GAS COMPANY LIMITED*

鄭州燃氣股份有限公司

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

Stock code on Main Board: 3928

Stock code on GEM: 8099

Announcement

Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as defined in the listing document of the Company dated 2 April 2007 (the "Listing Document").

Further to the announcements of the Company dated 17 August 2006 and 2 April 2007, the Directors hereby inform the Shareholders that on 18 June 2007, the Company has obtained the CSRC's approval for the listing of the H Shares on the Main Board. Hence, subject to the Proposed Withdrawal and the Proposed Introduction becoming unconditional, the last day of the dealings in the H Shares on GEM and the date of commencement of dealings in the H Shares on the Main Board are set out below:

Last day of dealings in
the H Shares on GEM 4:00 pm on 28 June 2007

Proposed Withdrawal
to be effective from 9:30 am on 29 June 2007

Dealings in the H Shares
on the Main Board to commence on 9:30 am on 29 June 2007

Shareholders will be informed by way of public announcement in the event of any changes to the above expected timetable.

By order of the Board
Zhengzhou Gas Company Limited*
Yan Guoqi
Chairman

Zhengzhou, PRC, 18 June 2007

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), Mr. Li Jinliu (李金陸) and Mr. Li Yantong (李燕同); (ii) the non-executive Directors, namely Mr. Yang Degu (楊德固), Mr. Zhang Wushan (張武山) and Ms. Bao Hongwei (鮑紅偉); and (iii) the independent non-executive Directors, namely Mr. Zhang Yichun (張亦春), Ms. Yu Shulian (余恕蓮), Mr. Liu Jianwen (劉劍文) and Mr. Wong Ping (王平).

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and is not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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

Please also refer to the published version of this announcement in the South China Morning Post (in English) and in the Hong Kong Economic Times (in Chinese).

* *For identification purposes only*