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## **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: 3928)**

### **RESIGNATION AND APPOINTMENT OF SUPERVISOR**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Zhengzhou Gas Company Limited (the "Company") announces that Mr. Zhao Ruibo (趙瑞保先生) ("Mr. Zhao") has resigned as a supervisor of the Company representing the staff and workers of the Company because of job re-arrangement. The resignation of Mr. Zhao has become effective upon the conclusion of the staff meeting convened for the purpose of election of a new supervisor of the Company representing the staff and workers of the Company (the "Staff Meeting") on 9 July 2010.

Mr. Zhao has confirmed that there is no disagreement with the board of directors of the Company (the "Board") and/or the supervisory committee of the Company, and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Company would like to take this opportunity to express its gratitude to Mr. Zhao for his valuable contributions to the Company during his term of office.

In addition, the Board is pleased to announce that the Staff Meeting has approved the appointment of Mr. Zhu Chaofeng (朱朝鋒先生) ("Mr. Zhu") as a supervisor of the Company representing the staff and workers of the Company pursuant to the articles of association of the Company effective from 9 July 2010.

Biographical details of Mr. Zhu are as follows:

Mr. Zhu Chaofeng, aged 29, who has a master degree in law. He was the secretary of the chairman of Zhengzhou Gas Group Company Limited from November 2007 to November 2008 and deputy head of general office of Zhengzhou Gas Group Co., Ltd. from November 2008 to May 2010. He has been deputy head of general manager's office of Zhengzhou China Resources Gas Limited Company since May 2010.

Mr. Zhu did not hold any directorships in any other listed companies in the last three years.

## **Length of service**

Mr. Zhu will enter into a service agreement with the Company with effect from the date of election for a term of three years.

## **Supervisor's emoluments**

Mr. Zhu will not receive any annual supervisor's fee or bonus payment pursuant to the practice of the Company that any staff member of holding company and/or the subsidiaries of the Company assigned to be a supervisor of the Company will not receive any emoluments.

## **Relationships**

Other than his various roles in Zhengzhou Gas Group Company Limited and Zhengzhou China Resource Gas Company Limited as disclosed above, Mr. Zhu does not hold any other position in the Company or in any of its subsidiaries, and does not have any relationship with any director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company.

## **Interests in Shares**

So far as the directors of the Company are aware, Mr. Zhu does not have any interest or deemed to be interested in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

## **Matters that need to be brought to the attention of the shareholders of the Company**

There is no other information relating to the election and appointment of Mr. Zhu is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules. Save as disclosed herein, there are no other matters concerning Mr. Zhu that need to be brought to the attention of the shareholders of the Company.

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

Zhengzhou, the PRC  
9 July 2010

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yan Guoqi, Mr. Li Jinlu and Mr. Li Hongwei, four non-executive Directors, namely Mr. Song Jinhui, Mr. Zhang Wushan, Mr. Ding Ping and Mr. Liu Jianwen and four independent non-executive Directors, namely Mr. Yu Jingsong, Mr. Zhang Jianqing, Ms. Wang Xiuli and Mr. Wong Ping.*

\* for identification purposes only