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CHINA GAS HOLDINGS LIMITED

中國燃氣控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 384)

POSITIVE PROFIT ALERT

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to inform the shareholders and potential investors that the Group is expected to record a significant increase in the operating profit of the Group for the six months ended 30 September 2013 as compared with that recorded in the six months ended 30 September 2012, resulting in a strong growth of the net profit of the Group during such period.

This positive profit alert announcement is only based on the Company's review of the draft consolidated financial statements of the Group, which are subject to finalization and will not be reviewed or audited by the Company's auditors.

Shareholders and potential investors are advised to exercise caution in dealing in the shares of the Company.

This announcement is made by China Gas Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to the Rule 13.09 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board of directors (the "**Board**") of the Company wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a significant increase in the operating profit of the Group for the six months ended 30 September 2013 as compared with that recorded in the six months ended 30 September 2012, resulting in a strong growth of the net profit of the Group during such period.

This positive profit alert announcement is only based on the Company's review of the draft consolidated financial statements of the Group, which are subject to finalization and will not be reviewed or audited by the Company's auditors.

The Company is in the process of finalizing the unaudited interim results of the Group for the six months ended 30 September 2013, which are expected to be published on or around 26 November 2013.

Shareholders of the Company and potential investors are advised to read the unaudited interim results announcement of the Group when it is published.

Shareholders and potential investors are advised to exercise caution in dealing in the shares of the Company.

By order of the Board
China Gas Holdings Limited
LIU Ming Hui
Executive Chairman

Hong Kong, 28 October 2013

As at the date of this announcement, Mr. LIU Ming Hui, Mr. LEUNG Wing Cheong, Eric, Mr. PANG Yingxue, Mr. ZHU Weiwei, Mr. MA Jinlong, Mr. CHEN Xinguo, Mr. HUANG Yong and Mr. ZHOU Si are the executive Directors, Mr. P. K. JAIN and Mr. YU Jeong Joon (his alternate being Mr. KIM Yong Joong) are the non-executive Directors and Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. WONG Sin Yue, Cynthia, Mr. HO Yeung and Ms. CHEN Yanyan are the independent non-executive Directors.

** For identification purpose only*