中裕燃氣控股有限公司

ZHONGYU GAS HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3633)

PROFIT WARNING

This announcement is made by Zhongyu Gas Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong (the "**SFO**")).

The board of directors of the Company (the "**Board**") wishes to inform the shareholders of the Company (the "Shareholders") and potential investors that the Group is expected to record a significant decrease in profit attributable to owners of the Company for the six months ended 30 June 2016 ("**1H2016**") as compared to the same period in 2015 ("**1H2015**"). Such decrease was mainly due to an unrealised exchange loss of approximately HK$62 million primarily arising from the Group's bank borrowings being denominated in the United States dollars as a result of the depreciation of the Renminbi since the second half of 2015 which continued during 1H2016. This is expected to result in the Group's profit attributable to owners of the Company for 1H2016 being about half of that as compared to 1H2015. Notwithstanding the above, the Board expects that should the effect of the net exchange loss be excluded, the profit attributable to owners of the Company for 1H2016 will not be materially different to that for 1H2015.

This profit warning announcement is only based on the information currently available to the Board and a preliminary evaluation of the consolidated management accounts of the Group for the six months ended 30 June 2016, which have not been audited or reviewed by the Company's auditors and are subject to change. As such, the above information is provided for the shareholders' and potential investors' reference only. The Shareholders and potential investors are advised to read the 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
Zhongyu Gas Holdings Limited
Wang Wenliang
Chairman

Hong Kong, 12 August 2016

As at the date of this announcement, the executive Directors of the Company are Mr. Wang Wenliang, Mr. Peng Wei, Mr. Lui Siu Keung and Mr. Lu Zhaoheng, the non-executive Director is Mr. Xu Yongxuan and the independent non-executive Directors are Mr. Li Chunyan, Dr. Luo Yongtai and Mr. Hung, Randy King Kuen.