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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 China Gas Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the 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 in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “**Board**”) of the Company wishes to inform the shareholders of the Company and potential investors that, based on the preliminary review of the consolidated management accounts of the Group for the year ended 31 March 2017, the consolidated net profit attributable to the owners of the Company for the year ended 31 March 2017 is expected to increase by more than 70% when compared with that for the year ended 31 March 2016. Such expected increase was mainly attributable to the outstanding operating performance of the Group, especially the considerable growth of principal business in the second half of the year ended 31 March 2017 and the reduction of one-off items, such as the exchange loss during the year.

This positive profit alert announcement is only based on the Company’s preliminary review of the consolidated financial statements of the Group, which are subject to review and audit by the Company’s auditors.

The Company is in the process of finalizing the audited annual results of the Group for the year ended 31 March 2017, which are expected to be published on or around 21 June 2017.

Shareholders of the Company and potential investors are advised to read the audited annual 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
ZHOU Si
Chairman

Hong Kong, 4 June 2017

As of the date of this announcement, Mr. ZHOU Si, Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Mr. MA Jinlong and Ms. LI Ching are the executive Directors; Mr. YU Jeong Joon (his alternate being Mr. KIM Yong Joong), Mr. LIU Mingxing, Mr. Arun Kumar MANCHANDA and Mr. JIANG Xinhao 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*