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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)

APPOINTMENT OF EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEE

The Board announces that Mr. ZHAO Kun has been appointed as an executive director and a member of the executive committee of the Company with effect from 19 August 2021.

The Board is pleased to announce that Mr. ZHAO Kun (“**Mr ZHAO**”) has been appointed as an executive director and a member of the executive committee of the Company with effect from 19 August 2021.

Mr. ZHAO Kun, aged 44, is currently a vice president of the Group and the executive officer of Work Safety Committee of the Group, who is primarily responsible for safety management of the Group. Mr. ZHAO joined Beijing Gas Engineering Co., Ltd.* (北京市煤氣工程有限公司) in 2000 and served as the secretary to the party committee and the chairman, and joined Beijing Enterprises Energy Investment Co., Ltd.* (北京北控能源投資有限公司) (“**Beijing Energy**”) in 2013 until June 2021 and served as the deputy secretary of the general party branch, the chairman of labour union and employee representative director. Beijing Energy is a subsidiary of Beijing Enterprises Group Company Limited (“**Beijing Enterprises Group**”). Mr. ZHAO obtained an equivalent of bachelor’s degree in city gas engineering of urban construction engineering at Beijing Institute of Civil Engineering and Architecture (currently known as Beijing University of Civil Engineering and Architecture) in 2000, and a master’s degree in architecture and civil engineering at Beijing University of Civil Engineering and Architecture in 2015, respectively.

Beijing Enterprises Group is currently a substantial shareholder of the Company, and deemed to have interests in 1,239,361,343 shares of the Company (“**Beijing Enterprises Shares**”), representing 22.20% of the issued share capital of the Company as at the date of this announcement. Mr. ZHAO does not have interests in Beijing Enterprises Shares and does not own any share of the Company.

As at the date of this announcement, there is no service agreement between the Company and Mr. ZHAO, but Mr. ZHAO is entitled to a director's fee in the amount of HK\$200,000 per month and discretionary bonus as approved by the Remuneration Committee with reference to his roles and responsibilities and the prevailing market conditions. He has no designated length of service but he is subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company.

Saved as disclosed in this announcement, Mr. ZHAO has not held any other directorship in any other publicly listed companies, whether in Hong Kong or overseas, during the last three years. Mr. ZHAO does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. ZHAO does not hold any other position with the Company and its subsidiaries and Mr. ZHAO does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, the Company is not aware of other information in relation to the appointment of Mr. ZHAO which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2) (h) to (v) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on the Stock Exchange of Hong Kong Limited or any other matter which needs to be brought to the attention of the shareholders of the Company.

Subsequent to the appointment as an executive director of the Company, Mr. ZHAO has also been appointed as a member of the executive committee of the Company with effect from 19 August 2021.

The Board would like to extend its warmest welcome to Mr. ZHAO.

Following the appointment of Mr. ZHAO, the Company is unable to comply with Rule 3.10A of the Listing Rules, which sets out that the Company must appoint independent non-executive directors representing at least one-third of the Board. In order to comply with the requirements of the Listing Rules, the Company will identify appropriate candidate(s) to fill the vacancy of independent non-executive director of the Board as soon as practicable and in its best endeavor within three months from 19 August 2021, i.e. on or before 18 November 2021, as required under Rule 3.11 of the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate.

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

Chairman, Managing Director and President

Hong Kong, 19 August 2021

As at the date of this announcement, Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Ms. LI Ching, Ms. LIU Chang and Mr. ZHAO Kun are the executive Directors of the Company, Mr. LIU Mingxing, Mr. JIANG Xinhao and Mr. Mahesh Vishwanathan IYER are the non-executive Directors of the Company and Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. CHEN Yanyan and Mr. ZHANG Ling are the independent non-executive Directors of the Company.

* *For identification purpose only*