

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **CHINA GAS HOLDINGS LIMITED**

**中國燃氣控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 384)**

### **APPOINTMENT AND RESIGNATION OF NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEE**

The Board has resolved that, with effect from 1 December 2023:

1. Mr. Ayush Gupta has been appointed as a non-executive Director of the Company and a member of the Corporate Governance and Risk Control Committee; and
2. Mr. Mahesh Vishwanathan Iyer has resigned as a non-executive Director of the Company and a member of the Corporate Governance and Risk Control Committee.

#### **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The board of directors (the “Board”) of China Gas Holdings Limited (the “Company” together with its subsidiaries, the “Group”) announces that Mr. Ayush Gupta has been appointed as a non-executive Director of the Company and a member of the Corporate Governance and Risk Control Committee with effect from 1 December 2023.

Mr. Ayush Gupta (“Mr. Gupta”), aged 52, is a director of GAIL (India) Limited, which is a company listed on the National Stock Exchange (NSE) of India Limited (stock code: GAIL), since August 2022. He is also the chairman of GAIL Mangalore Petrochemicals Ltd since November 2023 and a director in GAIL Gas Limited since July 2022, both being wholly-owned subsidiaries of GAIL (India) Limited. He has also served as a director of ONGC Tripura Power Company Ltd since November 2023.

Except as disclosed, Mr. Gupta did not hold directorship in other listed public companies, whether in Hong Kong or overseas, in the past three years and does not hold any position with the Company or other members of the Group.

Mr. Gupta received a Bachelor's degree in Electrical Engineering in 1993 from University of Roorkee India, a Master's degree in Business Administration in 2003 and a post-graduate diploma in Human Resource Management in 2023 both from Indira Gandhi National Open University. He has also completed The Chevening Rolls-Royce Science, Innovation & Policy Leadership Programme from Saïd Business School of University of Oxford in 2013.

Mr. Gupta 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. Gupta does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Gupta will enter into a letter of appointment with the Company as a non-executive director of the Company for a fixed term of three years commencing from 1 December 2023, subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company. He will receive from the Group emoluments which comprise annual director's fee of HK\$264,000 and discretionary bonus. These have been determined by reference to his duties and responsibilities with the Group and the Group's remuneration policy.

Mr. Gupta will serve as a member of the Corporate Governance and Risk Control Committee effective upon his appointment as a non-executive Director of the Company. He is entitled to an annual fee of HK\$66,000 for being a member of the Committee.

Save for the information set out above, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing The Listing of Securities on The Stock Exchange of Hong Kong Limited nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Gupta.

The Board would like to take this opportunity to welcome Mr. Gupta to join the Board.

## **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. Mahesh Vishwanathan Iyer ("Mr. Iyer") has resigned as a non-executive Director of the Company and a member of the Corporate Governance and Risk Control Committee, each with effect from 1 December 2023, due to his retirement.

Mr. Iyer has confirmed that he has no disagreement with the Board and there is no matter in respect of his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to thank Mr. Iyer for his service to the Company during his term of office.

By order of the Board  
**China Gas Holdings Limited**  
**LIU Ming Hui**  
*Chairman and President*

Hong Kong, 1 December 2023

*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. XIONG Bin, 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, Mr. ZHANG Ling and Dr. MA Weihua are the independent non-executive directors of the Company.*

\* *For identification purpose only*