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華潤燃氣控股有限公司
China Resources Gas Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 1193)

Announcement pursuant to Rule 13.18 of the Listing Rules

This announcement is made in compliance with the disclosure requirements under Rule 13.18 of the Listing Rules with respect to the Facility Agreements and Facility Letters, which contain specific performance obligations imposed on the controlling shareholder of the Company.

This announcement is made by the board of directors (the “Board”) of China Resources Gas Group Limited (the “Company”) in compliance with the disclosure requirements under Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

Facility Agreements

On 17 December, 2009, the Company as borrower entered into two facility agreements (the “Facility Agreements”) each relating to a HK\$300 million term loan facility (collectively, the “Loan Facilities”) with two banks respectively. Each of the Loan Facilities is unsecured and interest bearing with any outstanding amounts to be repaid in full on the date falling three years from the date of the Facility Agreements.

Facility Letters

On 17 December, 2009, the Company as borrower entered into two facility letters (the “First Facility Letter” and the “Second Facility Letter”, collectively the “Facility Letters”) with two banks respectively. The First Facility Letter is for a fixed loan facility of up to an aggregate amount of HK\$300 million and the final maturity date of the facility shall be the date falling 36 months from the date of the acceptance of the facility. The Second Facility Letter is for a term loan facility of up to an aggregate amount of HK\$800 million, which shall be repaid in full 6 months after first drawdown.

Specific Performance Obligations

Pursuant to the Facility Agreements and Facility Letters, the Company agrees that it will remain as a subsidiary of China Resources (Holdings) Company Limited (“CRH”), the controlling shareholder of the Company, and that CRH will at all times hold an aggregate beneficial ownership (directly or indirectly) of not less than 50 per cent. in the issued share capital of the Company (the “Specific Performance Obligations”). As at the date of this announcement, CRH beneficially owns approximately 74.94 per cent. of the issued share capital of the Company.

It will be an event of default if the aforesaid specific performance obligations are breached; and in such case, the relevant banks shall declare the commitments to be cancelled and/or declare all outstanding amounts together with interest accrued thereon and all other sums payable by the Company to be immediately due and payable.

By Order of the Board
China Resources Gas Group Limited
ONG Thiam Kin
Executive Director & Company Secretary

Hong Kong, 17 December, 2009

As at the date of this announcement, the directors of the Company are Mr. Ma Guoan, Mr. Wang Chuandong and Mr. Ong Thiam Kin, being Executive Directors; Mr. Li Fuzuo, Mr. Du Wenmin and Mr. Wei Bin, being Non-executive Directors; and Mr. Wong Tak Shing, Mr. Luk Chi Cheong and Dr. Yang Chonghe, Howard, being Independent Non-executive Directors.