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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

On 31 March 2010, the Company as borrower entered into a facility agreement with a bank relating to a HK\$380 million revolving loan facility, which includes a term imposing a specific performance obligation on the controlling shareholder of the Company.

This announcement is made in compliance with the disclosure requirements under rule 13.18 of the Listing Rules.

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”).

LOAN FACILITY

On 31 March 2010, the Company as borrower entered into a facility agreement (the “Facility Agreement”) with a bank relating to a HK\$380 million revolving loan facility (the “Loan Facility”). The Loan Facility 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 Agreement. The Loan Facility will be used for capital expenditure and general corporate funding requirements of the Company and its subsidiaries in relation to the expansion of its gas business in the People’s Republic of China.

SPECIFIC PERFORMANCE OBLIGATION

Pursuant to the Facility Agreement, 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 Obligation”). 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 Specific Performance Obligation is breached; and in such case, the bank may declare the commitment 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

Boston, USA, 31 March 2010

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 Ms. Yu Jian, being Independent Non-executive Directors.