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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 IN RELATION TO
THE DISCLOSEABLE TRANSACTION FOR
ESTABLISHMENT OF A JOINT VENTURE**

Reference is made to the announcement (the “**Announcement**”) dated 2 November 2011 of the Company. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

The board of Directors has approved and ratified the proposed terms of the establishment of the Joint Venture Company and the Directors consider that the terms of the Joint Venture Contract, the Supplemental Agreement and the Articles of Association are fair and reasonable and in the interests of the Company and its shareholders as a whole.

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

Hong Kong, 7 November 2011

As at the date of this announcement, the directors are Mr. Ma Guoan, Mr. Wang Chuandong and Mr. Ong Thiam Kin, being Executive Directors; 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.