

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.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Offerors or China Gas nor is it a solicitation of any acceptance, vote or approval in any jurisdiction.



新奥能源控股有限公司 ENN Energy Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2688)

DELAY IN DESPATCH OF CIRCULAR IN RELATION TO VERY SUBSTANTIAL ACQUISITION

Pursuant to Rule 14.36A of the Listing Rules, ENN Energy hereby informs its shareholders that the date of despatch of the circular with respect to the Transaction (“**Circular**”) will be postponed to a date expected to be not later than March 31, 2012 due to the additional time required for, among other things, the preparation and finalization of the information to be included in the Circular including the financial results of ENN Energy Group for the financial year ended December 31, 2011 in order to provide ENN Energy Shareholders with updated information to make a more informed decision.

Reference is made to the pre-conditional voluntary cash offer by ENN Energy Holdings Limited and China Petroleum & Chemical Corporation (the “**Offerors**”) for China Gas Holdings Limited and the very substantial acquisition of ENN Energy. Capitalized terms used herein shall have the same meaning as defined in the joint offer announcement published by the Offerors dated December 12, 2011 (the “**Offer Announcement**”).

Pursuant to Rule 14.36A of the Listing Rules, ENN Energy hereby informs its shareholders that the date of despatch of the circular with respect to the Transaction (“**Circular**”) will be postponed to a date expected to be not later than March 31, 2012 due to the additional time required for, among other things, the preparation and finalization of the information to be included in the Circular including the financial results of ENN Energy Group for the financial year ended December 31, 2011 in order to provide ENN Energy Shareholders with updated information to make a more informed decision.

WARNING: The making of the Offers by the Offerors is conditional upon the satisfaction or waiver (where applicable) of the Pre-Conditions. The Offers are conditional upon the satisfaction or waiver (where applicable) of the Conditions. China Gas Shareholders, China Gas Optionholders, shareholders of any of the Offerors and potential investors of China Gas or any of the Offerors should therefore exercise caution when dealing in shares, convertible bonds and/or options of China Gas or any of the Offerors.

By order of the Board of Directors of
ENN ENERGY HOLDINGS LIMITED
Cheng Chak Ngok
Executive Director and Company Secretary

Hong Kong, February 28, 2012

The directors of ENN Energy jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the board of directors of ENN Energy comprises the following directors:

Executive Directors:

Mr. Wang Yusuo (*Chairman*)
Mr. Cheung Yip Sang (*Chief Executive Officer*)
Mr. Zhao Jinfeng
Mr. Yu Jianchao
Mr. Cheng Chak Ngok
Mr. Zhao Shengli
Mr. Wang Dongzhi

Non-executive Directors:

Ms. Zhao Baoju
Mr. Jin Yongsheng

Independent Non-executive Directors:

Mr. Wang Guangtian
Ms. Yien Yu Yu, Catherine
Mr. Kong Chung Kau