

*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.*



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

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1193)**

## POLL RESULTS OF ANNUAL GENERAL MEETING

The Board of the Company is pleased to announce that all the resolutions set out in the Notice of AGM were duly passed by the shareholders of the Company as ordinary resolutions by way of poll at the AGM.

Reference is made to the circular of China Resources Gas Group Limited (the “Company”) dated 26 April 2013 (the “Circular”) in relation to, amongst others, proposals for (i) grant of general mandates to issue Shares and repurchase Shares; and (ii) re-election of retiring Directors. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The board of directors (the “Board”) of the Company is pleased to announce that all the resolutions set out in the notice of annual general meeting of the Company dated 26 April 2013 (the “Notice of AGM”) were duly passed by the shareholders of the Company as ordinary resolutions by way of poll at the annual general meeting held on 31 May 2013 (the “AGM”). Details of the voting results in respect of the ordinary resolutions proposed at the AGM were as follows:

Ordinary Resolutions	Number of Shares voted (Approximate %)		Total number of votes cast
	For	Against	
1. To receive and consider the audited consolidated financial statements and the Directors’ Report and the Independent Auditor’s Report for the year ended 31 December 2012.	1,858,980,273 (99.9958%)	78,000 (0.0042%)	1,859,058,273
2. To declare a final dividend of 14 HK cents per share for the year ended 31 December 2012.	1,853,846,273 (99.7196%)	5,212,000 (0.2804%)	1,859,058,273
3.(1) To re-elect Mr. Wang Chuandong as Director.	1,753,727,219 (98.9238%)	19,079,054 (1.0762%)	1,772,806,273
3.(2) To re-elect Mr. Shi Shanbo as Director.	1,764,316,415 (99.5378%)	8,191,858 (0.4622%)	1,772,508,273

3.(3) To re-elect Mr. Ong Thiam Kin as Director.	1,764,364,415 (99.5405%)	8,143,858 (0.4595%)	1,772,508,273
3.(4) To re-elect Mr. Du Wenmin as Director.	1,568,446,361 (88.6294%)	201,221,733 (11.3706%)	1,769,668,094
3.(5) To re-elect Mr. Huang Daoguo as Director.	1,764,351,415 (99.5231%)	8,454,858 (0.4769%)	1,772,806,273
3.(6) To re-elect Mr. Chen Ying as Director.	1,613,831,114 (91.1940%)	155,836,980 (8.8060%)	1,769,668,094
3.(7) To re-elect Ms. Yu Jian as Director.	1,568,740,951 (88.6461%)	200,927,143 (11.3539%)	1,769,668,094
3.(8) To re-elect Mr. Yu Hon To, David as Director.	1,680,335,360 (94.7839%)	92,470,913 (5.2161%)	1,772,806,273
3.(9) To re-elect Mr. Qin Chaokui as Director.	1,772,726,273 (99.9955%)	80,000 (0.0045%)	1,772,806,273
3.(10) To authorize the Board of Directors to fix the remuneration of the Directors.	1,764,366,358 (99.7055%)	5,212,000 (0.2945%)	1,769,578,358
4. To re-appoint Messrs. Deloitte Touche Tohmatsu, Certified Public Accountants, as Auditor and to authorise the Board of Directors to fix the Auditor's remuneration.	1,853,806,358 (99.7175%)	5,251,915 (0.2825%)	1,859,058,273
5A. To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20 per cent. of the existing issued share capital of the Company (the "General Mandate").	1,506,504,369 (81.1729%)	349,415,725 (18.8271%)	1,855,920,094
5B. To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent. of the existing issued share capital of the Company (the "Repurchase Mandate").	1,854,088,358 (99.7348%)	4,930,000 (0.2652%)	1,859,018,358
5C. To issue under the General Mandate an additional number of shares representing the number of shares repurchased under the Repurchase Mandate.	1,511,015,316 (81.2785%)	348,042,957 (18.7215%)	1,859,058,273

The total number of Shares entitling the holders to attend and vote for or against all the resolutions at the AGM was 2,224,012,871 Shares, representing the entire issued share capital of the Company as at the date of the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

As more than 50% of the votes cast at the AGM were in favour of the relevant ordinary resolutions, all the ordinary resolutions were duly passed.

The branch share registrar of the Company, Tricor Secretaries Limited, was appointed as the scrutineer for vote-taking at the AGM.

On behalf of the Board  
**CHINA RESOURCES GAS GROUP LIMITED**  
**ONG Thiam Kin**  
*Executive Director & Company Secretary*

Hong Kong, 31 May 2013

*As at the date of this announcement, the directors of the Company are Mr. Wang Chuandong, Mr. Shi Shanbo and Mr. Ong Thiam Kin, being Executive Directors; Mr. Du Wenmin, Mr. Wei Bin, Mr. Huang Daoguo and Mr. Chen Ying, being Non-executive Directors; and Mr. Wong Tak Shing, Ms. Yu Jian, Mr. Yu Hon To, David and Mr. Qin Chaokui, being Independent Non-executive Directors.*