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中裕燃氣控股有限公司

ZHONGYU GAS HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3633)

POSITIVE PROFIT ALERT

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules.

The Board wishes to inform the Shareholders and potential investors that the Group is expected to record a significant increase in profit for the six months ended 30 June 2012 as compared to the corresponding period in 2011.

Shareholders and potential investors are advised to exercise caution in dealing in the shares of the Company.

This announcement is made by Zhongyu Gas Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that the Group is expected to record a significant increase in profit for the six months ended 30 June 2012 as compared to the corresponding period in 2011. Based on the information currently available to the Company, the Board attributes such increase mainly due to improved business operations of the sales of piped gas, gas pipeline construction and the sales of nature gas from CNG filling stations businesses during the six months ended 30 June 2012.

The Company is still in the process of finalizing its interim results for the six months ended 30 June 2012. The information contained in this announcement is only based on the Company's preliminary review of the unaudited consolidated management accounts of the Group with reference to the information currently available to the Company. The unaudited consolidated management accounts of the Group which have not been reviewed or confirmed by the Company's auditors or audit committee may be different from what is disclosed herein.

Shareholders and potential investors are advised to exercise caution in dealing in the shares of the Company.

By Order of the Board
Zhongyu Gas Holdings Limited
Lui Siu Keung
Joint Managing Director

Hong Kong, 27 July 2012

As at the date of this announcement, the executive Directors are Mr. Wang Wenliang, Mr. Lui Siu Keung and Mr. Lu Zhaoheng, the non-executive Directors is Mr. Xu Yongxuan and the independent non-executive Directors are Mr. Li Chunyan, Dr. Luo Yongtai and Mr. Hung, Randy King Kuen.