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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: 8070)

ANNOUNCEMENT ON THE STATUS OF THE ANNUAL AUDIT AND THE QUARTERLY RESULTS AND NOTICE OF BOARD OF DIRECTORS' MEETING

Reference is made to (i) the announcements dated 31 March 2010, 23 April 2010, 14 May 2010 and 25 May 2010 in relation to the publication of the annual results, annual report for the year ended 31 December 2009 and the quarterly results for the three months ended 31 March 2010 of Zhongyu Gas Holdings Limited (the “Company”), and (ii) the response document (the “Response Document”) dated 31 May 2010 issued by the Company.

As set out on page 14 of the Response Document, the directors of the Company (“Directors”) target to publish its annual results and the annual report for the year ended 31 December 2009 and its quarterly results for the three months ended 31 March 2010 before 28 June 2010.

In connection with the above, the Directors expect to publish the annual results and the annual report for the year ended 31 December 2009 and its quarterly results for the three months ended 31 March 2010 on 24 June 2010 and the board of Directors (the “Board”) hereby announces that a meeting of the Board will be held at Unit 04-06, 28th Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong on Wednesday, 24 June 2010 at 4:00 p.m. for the following purposes:

1. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries (collectively the “Group”) for the year ended 31 December 2009;
2. To approve the draft announcement of the final results of the Group for the year ended 31 December 2009 to be published on the GEM website;

3. To receive and consider the unaudited results of the Company and its subsidiaries for the three months ended 31 March 2010, and to approve the draft announcement of such results to be published on the GEM website;
4. To consider the payment of dividend, if any;
5. To consider the closure of the Register of Members, if necessary;
6. To consider and approve the annual report of the Company for the year ended 31 December 2009;
7. To consider the time and venue of the forthcoming annual general meeting of the Company; and
8. To transact any other businesses.

By order of the Board
Lui Siu Keung
Company Secretary

Hong Kong, 11 June 2010

As at the date of this announcement, the Board comprises 8 directors, of whom Mr. Wang Wenliang (Chairman), Mr. Hao Yu (Chief Executive Officer), Mr. Lu Zhaoheng and Mr. Lui Siu Keung (Chief Financial Officer) are executive Directors, Mr. Xu Yongxuan (Vice-Chairman) is a non-executive Director, Mr. Wang Shunlong, Dr. Luo Yongtai and Mr. Hung, Randy King Kuen are independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:— (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for 7 days from the date of its publication and on the Company’s website at <http://www.zygaz.com.cn>.