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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)

NOTICE OF BOARD OF DIRECTORS' MEETING

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, 14 March 2012 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 2011;
2. To approve the draft announcement of the final results of the Group for the year ended 31 December 2011 to be published on the GEM website;
3. To consider the payment of a final dividend, if any;
4. To consider the closure of the Register of Members, if necessary;
5. To consider and approve the annual report of the Company for the year ended 31 December 2011;
6. To consider the time and venue of the forthcoming annual general meeting of the Company; and
7. To transact any other businesses.

By order of the Board
Lui Siu Keung
Company Secretary

Hong Kong, 28 February 2012

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

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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.zygas.com.cn>.