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**天伦燃气**  
TIANLUN GAS

**China Tian Lun Gas Holdings Limited**  
**中國天倫燃氣控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 01600)**

**RESIGNATION OF DIRECTOR,**

**PROPOSED APPOINTMENT OF NEW DIRECTORS**

**AND**

**CHANGE OF THE CHAIRMAN OF REMUNERATION COMMITTEE**

**Resignation of Director/Proposed Appointment of New Directors**

The board (the “**Board**”) of directors (the “**Directors**”) of China Tian Lun Gas Holdings Limited (the “**Company**”) hereby announces that Mr. Chang Zongxian (“**Mr. Chang**”) will not offer himself for re-election as an independent non-executive Director at the forthcoming annual general meeting (the “**AGM**”) of the Company, and will resign as an independent non-executive Director with effect from the close of the AGM, as more time is required for other personal affairs.

Mr. Chang has confirmed that (i) he has no claim against the Company in respect of his resignation; (ii) there is no disagreement between him and the Board; and (iii) there is no matter in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board has resolved to propose to appoint Mr. Hu Xiaoming (胡曉明) (“**Mr. Hu**”) and Ms. Li Tao (李濤) (“**Ms. Li**”) both as executive Directors. The proposal is subject to the approval of the shareholders of the Company at the AGM.

Details of biography of Mr. Hu are set out below:

Mr. Hu, aged 42, joined the Company and its subsidiaries (collectively the “**Group**”) in July 2011 and is responsible for the operational management of the Group. Mr. Hu has 13 years of experience in the management of gas enterprises. Prior to joining the Group, he had served as the vice-president of ENN Group Co., Ltd. Mr. Hu obtained a master of business administration degree from Tsinghua University in 1999.

Details of biography of Ms. Li are set out below:

Ms. Li, aged 40, joined the Group in April 2011 and is responsible for the financial management of the Group. Ms. Li has years of experience in corporate finance management. Prior to joining the Group, Ms. Li had served as the head of finance of SDIC Henan Coal Transportation & Sales Co., Ltd. Ms. Li obtained a bachelor's degree in economics from Henan University of Economics and Law in the People's Republic of China (the "PRC") in 1994. She is a senior accountant and a Certified Public Accountant in the PRC.

Further details of the proposed appointment of Directors will be contained in a circular to be dispatched by the Company to its shareholders in relation to, among others, the notice of the AGM.

#### **Change of the Chairman of Remuneration Committee**

The Board hereby further announces that Mr. Zhang Yingcen ceases to serve as the chairman of remuneration committee of the Company ("**Remuneration Committee**") and Ms. Zhao Jun is appointed in place, with effect from 30 March 2012.

As at the date hereof, the Remuneration Committee comprises of:

Ms. Zhao Jun (*Chairman*)  
Mr. Zhang Yingcen  
Mr. Zhang Jiaming

Ms. Zhao Jun and Mr. Zhang Jiaming are independent non-executive Directors and Mr. Zhang Yingcen is an executive Director.

By order of the Board  
**China Tian Lun Gas Holdings Limited**  
**Zhang Yingcen**  
*Chairman*

Hong Kong, 30 March 2012

*As at the date of this announcement, the executive Directors are Mr. Zhang Yingcen, Mr. Xian Zhenyuan, Mr. Feng Yi and Mr. Sun Heng; the non-executive Director is Mr. Zhang Daoyuan and the independent non-executive Directors are Mr. Chang Zongxian, Mr. Li Liuqing, Mr. Zhang Jiaming and Ms. Zhao Jun.*