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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not, and is not intended to be, an offer of securities of China Tian Lun Gas Holdings Limited (the “**Company**”) for sale in the United States. Securities of the Company may not be offered or sold in the United States absent registration or an exemption from registration under the United States Securities Act of 1933, as amended. There is not and is not currently intended to be any public offer of the Company’s securities in the United States.

Potential investors should read the prospectus of the Company dated 27 October 2010 (the “**Prospectus**”) for detailed information about the Global Offering before deciding whether or not to invest in the Shares thereby being offered.



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: 1600)

CLARIFICATION ANNOUNCEMENT ON REPORTS OF APPLE DAILY, HONG KONG COMMERCIAL DAILY, HONG KONG ECONOMIC JOURNAL, METROPOLIS DAILY, MING PAO AND TA KUNG PAO

- This announcement is made in response to certain statements reported by Apple Daily, Hong Kong Commercial Daily, Hong Kong Economic Journal, Metropolis Daily, Ming Pao and Ta Kung Pao dated 27 October 2010 (the “**Articles**”) in respect of the Company’s proposed listing on the Stock Exchange, reporting, among others, certain information about the Company’s financial information.
- This announcement is intended to clarify that the Relevant Information (as defined below) stated in the Articles was expressed by Mr. Xian and/ or Mr. Li during a press conference held on 26 October 2010 which was wholly based on his or their personal views, assumptions and estimates and did not in any way represent the Company’s views or expectations of its net profit margin in the next five years nor the Company’s indebtedness ratio after Listing.
- The board of directors of the Company (the “**Board**”) wishes to affirm the statements made in the Prospectus. The Board further confirms that, after having taken into account of Rule 11.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), there has been no significant change affecting any matters contained in the Prospectus and that no significant new matters have arisen, the inclusion of information in respect of which would have been required to be in the Prospectus had it arisen prior to the issue of the Prospectus.

Unless the context requires otherwise, the capitalized terms used herein shall have the same meanings as defined in the Prospectus.

It has been reported in the Articles that Mr. Xian Zhenyuan (“**Mr. Xian**”), an executive Director, and Mr. Li Xinjian (“**Mr. Li**”), the chief financial officer of the Company, had commented that (i) the Company’s net profit margin will be around 25% in the next five years; and (ii) the Company’s indebtedness ratio will decrease to 30% after Listing (the “**Relevant Information**”).

The Board wishes to clarify that the Relevant Information stated in the Articles was expressed by Mr. Xian and/or Mr. Li during a press conference held on 26 October 2010 which was wholly based on his or their personal views, assumptions and estimates and did not in any way represent the Company’s views or expectations of its net profit margin in the next five years nor the Company’s indebtedness ratio after Listing. The Board also confirms that all material information relevant to the Global Offering and the Group has been disclosed in the Prospectus in accordance with the requirements of the Companies Ordinance and the Listing Rules.

The Board confirms that, after having taken into account Rule 11.13 of the Listing Rules, there has been no significant change affecting any matter contained in the Prospectus and that no significant new matter has arisen, the inclusion of information in respect of which would have been required to be in the Prospectus had it arisen before the Prospectus was issued. The Board considers that the Relevant Information does not constitute material information that would require an amendment to the Prospectus or the issuance of a supplemental prospectus with regard to the Relevant Information.

Prospective investors should make any investment decision with respect to the Global Offering only after carefully reviewing and evaluating all of the information contained in the Prospectus. The Company and the Board accept full responsibility for the accuracy and completeness of the information contained in the Prospectus and this announcement.

Prospective investors should read the Prospectus carefully and the Company strongly cautions prospective investors not to place any reliance on any information contained in press articles or disseminated through other media, including, in particular, any financial projections, valuation or other forward-looking statements, certain of which may not be consistent with the information contained in the Prospectus.

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

Hong Kong, 27 October 2010

As at the date of this announcement, the executive Directors are Mr. Zhang Yingcen (Chairman), Mr. Xian Zhenyuan, Mr. Feng Yi, 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.