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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)

LAPSE OF LETTER OF INTENT

Reference is made to the announcement of the Company dated 22 February 2011 (the “**Announcement**”) in relation to the non-legally binding Letter of Intent entered into between the Company and the Target Company Shareholders regarding the Possible Capital Injection. Unless otherwise specified, terms used herein shall have the same meanings as defined in the Announcement.

The Board wishes to inform the Shareholders and potential investors that the Company and the Target Company Shareholders had not entered into any Formal Agreement in respect of the Possible Capital Injection by 24 March 2011 and the Letter of Intent thereby lapsed on 24 March 2011.

Despite the lapse of the Letter of Intent, the Company will continue to negotiate with the Target Company Shareholders regarding the Possible Capital Injection. The Company will make further announcement to keep the Shareholders and potential investors informed of the latest development in connection with the Possible Capital Injection as and when appropriate under the Listing Rules.

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

Hong Kong, 24 March 2011

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