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華潤燃氣控股有限公司
China Resources Gas Group Limited

(incorporated in Bermuda with limited liability)

(Stock code: 1193)

CONTINUING CONNECTED TRANSACTIONS

FRAMEWORK LOAN AGREEMENTS 2013

AND

STRATEGIC COOPERATION AGREEMENTS 2013

References are made to the joint announcement of the Company, the China Resources Group listed companies, CRC, CRH and CRM dated 22nd November, 2010 in relation to, among others, the entering of the Strategic Cooperation Agreement and the announcement of the Company dated 23rd April, 2013 in relation to the entering of the Supplemental Agreement. On 31st December, 2013, the Company entered into new lending arrangements with members of China Resources Group whereby the annual caps are decided taking into account of the Company's operational scale and cash levels. As the Strategic Cooperation Agreement will expire on 31st December, 2013, the Company enters into new strategic cooperation arrangements whereby the annual caps for non-deposit services are renewed taking into account of the Group's liquidity, business needs and the expected level of services to be received from CR Bank and CR Trust under the Strategic Cooperation Agreements 2013.

As applicable size test percentage ratios exceed 0.1% but are less than 5% in respect of the continuing connected transactions under the Framework Loan Agreements 2013 and the Strategic Cooperation Agreements 2013, the transactions are only subject to the reporting, annual review and announcement requirements but are exempted from the independent shareholders' approval requirement of the Listing Rules.

BACKGROUND

References are made to the joint announcement of the Company, the China Resources Group listed companies, CRC, CRH and CRM dated 22nd November, 2010 in relation to, among others, the entering of the Strategic Cooperation Agreement and the announcement of the Company dated 23rd April, 2013 in relation to the entering of the Supplemental Agreement. On 31st December, 2013, the Company entered into new lending arrangements with members of China Resources Group whereby the annual caps are decided taking into account of the Company's operational scale and cash levels. As the Strategic Cooperation Agreement will expire on 31st December, 2013, the Company enters into new strategic cooperation arrangements whereby the annual caps for non-deposit services are renewed taking into account of the Group's liquidity, business needs and the expected level of services to be received from CR Bank and CR Trust under the Strategic Cooperation Agreements 2013.

THE FRAMEWORK LOAN AGREEMENTS 2013

Offshore Framework Loan Agreement 2013

Parties:	CRH and the Company.
Date of agreement:	31st December, 2013.
Date of commencement of agreement:	1st January, 2014.
Term of the agreement:	Three years ending 31st December, 2016, unless extended for a further period.
Lenders:	The Company and any of its subsidiaries which has become a party to the Offshore Framework Loan Agreement 2013 by acceding to its terms, but excluding any entity which is established in the PRC.
Borrowers:	CRH, any China Resources Group listed company and any of their subsidiaries, which has become a party to the Offshore Framework Loan Agreement 2013 by acceding to its terms, but excluding any entity which is established in the PRC and any member of the Group. Each borrower may borrow in Hong Kong dollars, RMB or United States dollars.

Guarantor(s) for loans made by the Group:	CRH and, in the case of an advance to a subsidiary of a China Resources Group listed company, that China Resources Group listed company.
Aggregate amounts to be advanced:	The maximum aggregate amount outstanding lent by the Group under both of the Framework Loan Agreements 2013 is not permitted to exceed the amounts set out under the section below headed “Annual lending caps under the Framework Loan Agreements 2013”.
Repayment date:	The repayment date for an advance made under this agreement shall be no later than six months after the date of advance.
Interest rate in respect of Hong Kong dollar advances:	The rate per annum as determined by the relevant lender and the borrower as being the aggregate of (i) the relevant HIBOR for such a Hong Kong dollar advance; and (ii) a margin (which must not be a negative number). The interest rate shall not be less than the higher of (i) the rate at which CRH or a corporate borrower of similar standing is able to borrow Hong Kong dollars in an amount equal to the relevant advance from a bank or a financial institution for the relevant period and (ii) the deposit rate which the lender could have obtained from a bank or a financial institution for such relevant amount and period.
Interest rate in respect of United States dollar advances:	The rate per annum as determined by the relevant lender and the borrower as being the aggregate of (i) the relevant LIBOR for such a United States dollar advance; and (ii) a margin (which must not be a negative number). The interest rate shall not be less than the higher of (i) the rate at which CRH or a corporate borrower of similar standing is able to borrow United States dollars in an amount equal to the relevant advance from a bank or a financial institution for the relevant period and (ii) the deposit rate which the lender could have obtained from a bank or a financial institution for such relevant amount and period.

Interest rate in respect
of RMB advances:

The rate per annum as determined by the relevant lender and the borrower with respect to an advance (which must not be a negative number). The interest rate shall not be less than the higher of (i) the rate at which CRH or a corporate borrower of similar standing is able to borrow RMB in Hong Kong in an amount equal to the relevant advance from a bank or a financial institution for the relevant period and (ii) the deposit rate in Hong Kong which the lender could have obtained from a bank or a financial institution for such relevant amount and period.

Guarantee:

The guarantors will unconditionally and irrevocably guarantee to the relevant lender the due and punctual performance by the borrower (when the guarantor is CRH) or by the borrower which is the guarantor's subsidiary (when the guarantor is a China Resources Group listed company) of the borrower's obligations to that lender in connection with that lender's advance(s) to the borrower made under the Offshore Framework Loan Agreement 2013. For this purpose, each guarantor which is a China Resources Group listed company will enter into a deed of guarantee before its subsidiary is permitted to borrow under the Offshore Framework Loan Agreement 2013.

Early repayment:

Both a lender and a borrower may by giving ten business days' written notice require the repayment or prepayment of the advance, as the case may be, together with accrued interest.

Basis of lending: All advances will be made at the sole discretion of the lender. No security over the assets of the borrower will be provided. All advances will become immediately repayable on demand upon the occurrence of an acceleration event which includes non-payment by the borrower; breaches of the agreement by the borrower which have not been rectified in the specified period; cross-default in a material amount; the enforcement of security; insolvency; dissolution; repudiation; CRH ceasing directly or indirectly to be the single largest shareholder of the relevant borrower; or on the occurrence of a material adverse change as stated in the Offshore Framework Loan Agreement 2013 in respect of the relevant borrower.

Onshore Framework Loan Agreement 2013

Parties: CRC and the Company.

Date of agreement: 31st December, 2013.

Date of commencement of agreement: 1st January, 2014.

Term of agreement: Three years ending 31st December, 2016, unless extended for a further period.

Entrustment agents: A commercial bank or financial institution in the PRC permitted to enter into entrustment loan agreements, including CR Bank and CR Trust.

Lenders: Any PRC established subsidiary of the Company, which has become a party to the Onshore Framework Loan Agreement 2013 by acceding to its terms.

Borrowers: CRC, and any PRC established subsidiary of CRC or a China Resources Group listed company, which has become a party to the Onshore Framework Loan Agreement 2013 by acceding to its terms, but excluding CR Bank, CR Trust and any subsidiary of the Company. Each borrower may borrow in RMB.

Guarantor: CRC.

Aggregate amounts to be advanced:	The maximum aggregate amount outstanding lent by the Group under both of the Framework Loan Agreements 2013 is not permitted to exceed the amounts set out under the section below headed “Annual lending caps under the Framework Loan Agreements 2013”.
Repayment date:	The repayment date for an advance made under this agreement shall be no later than six months after the date of advance.
Interest rate:	The rate per annum as determined by the relevant lender and the borrower. The interest rate shall be no less than the higher of (i) 95% of the rate at which CRC or a corporate borrower of similar standing is able to borrow in RMB in an amount equal to the relevant advance from a bank or a financial institution for the relevant period and (ii) the deposit rate which the lender could have obtained from a bank or a financial institution for such relevant amount and period.
Entrustment agent fees:	All fees charged by the entrustment agent to the lender will be reimbursed by the relevant borrower.
Guarantee:	CRC unconditionally and irrevocably guarantees to the relevant lenders the due and punctual performance of all borrowers’ obligations under the Onshore Framework Loan Agreement 2013.
Best endeavours:	If an advance is to be made pursuant to the Onshore Framework Loan Agreement 2013 to a borrower which is a subsidiary of a China Resources Group listed company, prior to making that advance, such China Resources Group listed company shall sign a deed of undertaking and undertake that if CRC makes a payment to a lender or an entrustment agent in connection with the Onshore Framework Loan Agreement 2013 due to a breach by the China Resources Group listed company’s subsidiary borrower, then the China Resources Group listed company will use its best endeavours to procure

that that borrower shall have sufficient funds to, and does, promptly reimburse CRC. This may include such China Resources Group listed company making payments by way of gift or capital contribution or shareholder loan to the borrower (to the extent permitted by PRC law).

Basis of lending:

Advances will take the form of an entrustment loan. Under an entrustment loan arrangement, the lender deposits the amount to be advanced to the entrustment agent which in turn pays the amount to be advanced to the borrower, for which the entrustment agent charges a facilitation commission. The lending risk is assumed by the lender which receives the interest paid by the borrower, less the deduction of agency fee. Subject to the entrustment loan agreement to be entered into between the lender, borrower and entrustment agent, all advances will become repayable on ten business days' written notice, or on demand upon the occurrence of an acceleration event, with terms similar to those as stated in the Offshore Framework Loan Agreement 2013.

Annual lending caps under the Framework Loan Agreements 2013

The annual lending caps for the maximum aggregate amount which can be lent at any time by the Group (inclusive of interest received and anticipated to be received rounded to the nearest million) under both of the Framework Loan Agreements 2013 have been determined after assessing the maximum amount of exposure at any time which the Group is prepared to assume under the Framework Loan Agreements 2013 in the context of its estimated temporarily surplus cash resources.

The Group did not lend to other China Resources Group companies during the two years ended 31st December, 2012 and the ten months ended 31st October, 2013.

The proposed annual lending caps for the Group for the term of the Framework Loan Agreements 2013 and a comparison of these caps with the Group's gross cash and bank balances and with the size of the Group using the highest of the applicable percentage ratios as defined under Rule 14.07 of the Listing Rules are as follows:

Annual lending cap for the year ending			Unaudited consolidated cash and bank balances as at	Highest applicable percentage ratio
31st December,			30th June,	
2014	2015	2016	2013	
<i>RMB million</i>	<i>RMB million</i>	<i>RMB million</i>	<i>HK\$ million</i>	<i>%</i>
1,600	1,600	1,600	8,970	4.47

Financial condition of the guarantors

All advances to any member of the China Resources Group will be guaranteed by (i) CRC; (ii) CRH; or (iii) CRH and a China Resources Group listed company, depending on the relevant Framework Loan Agreements 2013 and the identity of the borrower. Both CRC and CRH are regarded as borrowers of undoubted standing in their own markets. CRC is a bond issuer in the PRC and its principal long term credit rating is AAA according to an independent rating agency, China Lianhe Rating Co., Ltd.. The summary of the consolidated financial positions of CRC and CRH are as follows:

	CRH		CRC	
	2012	2011	2012	2011
	Audited	Audited	Audited	Audited
	<i>HK\$ billion</i>	<i>HK\$ billion</i>	<i>RMB billion</i>	<i>RMB billion</i>
Total assets	784	674	730	595
Cash and bank balances	80	75	79	72
Equity attributable to the shareholders of the company	156	138	106	94
Profit attributable to the shareholders of the company	18	16	12	13
Cash flow from operation	50	17	44	20

THE STRATEGIC COOPERATION AGREEMENTS 2013

CR Bank Strategic Cooperation Agreement 2013

Parties:	CR Bank and the Company.
Date of agreement:	31st December, 2013.
Date of commencement of agreement:	1st January, 2014.
Term of the agreement:	Two years ending 31 st December, 2015, unless extended for a further period.
Banking services other than deposit services:	Other than deposit services, from time to time, the Group may use the commercial banking services of CR Bank including, but not limited to, letter of credit, letter of guarantee, granting of loans with collaterals, bill acceptance and discount services, account receivable factoring services, RMB and foreign currency settlements, provision of entrustment loans and security, wealth and cash management services, financial consulting service and other financial services as agreed by the parties. These services will be provided on normal commercial terms which apply to other customers of CR Bank.

CR Trust Strategic Cooperation Agreement 2013

Parties:	CR Trust and the Company.
Date of agreement:	31st December, 2013.
Date of commencement of agreement:	1st January, 2014.
Term of agreement:	Two years ending 31st December, 2015, unless extended for a further period.

Trust services: From time to time, the Group may use services provided by CR Trust including, but not limited to, cash management, asset management, custodian trust loan services, equity cooperation, shares nominee services, account receivable factoring services, buying and resale services, consulting services and other trust services. These services will be provided on normal commercial terms and will be charged at a rate no less favourable as would apply to similar services provided to any of CR Trust's other clients.

Annual caps under the Strategic Cooperation Agreements 2013

Set out below are the approximate historical figures of the maximum daily amount of financial services and products provided by CR Bank and CR Trust to the Group (excluding deposit services and financial services provided by CR Bank and CR Trust where only the fees and commissions paid by the Group are used to calculate the relevant percentage ratios) under the terms of the Strategic Cooperation Agreement during each of the years ended 31st December, 2011 and 2012 and the ten months ended 31st October, 2013:

	For the year ended 31st December,		For the ten months ended
	2011	2012	31st October, 2013
	<i>RMB million</i>	<i>RMB million</i>	<i>RMB million</i>
Maximum daily amount of financial services and products provided by CR Bank during the year/period	—	—	1,310
Maximum daily amount of financial services and products provided by CR Trust during the year/period	—	—	—

The financial services and products provided by CR Bank to the Group for the year ending 31st December, 2013 would exceed 0.1% but be below 5% of the applicable percentage ratios, which are only subject to reporting, annual review and announcement requirement but are exempted from the independent shareholders' approval.

The proposed annual caps for financial services under both of the Strategic Cooperation Agreements 2013 have been determined after taking into account of the Group's liquidity, business needs and the expected level of services to be received from CR Bank and CR Trust under the Strategic Cooperation Agreements 2013.

The proposed maximum daily amount of financial services and products provided by CR Bank and CR Trust to the Group (excluding deposit services and financial services provided by CR Bank and CR Trust where only the fees and commissions paid by the Group are used to calculate the relevant percentage ratios) for the term of the Strategic Cooperation Agreements 2013 and a comparison of these caps with the size of the Group using the highest of the applicable percentage ratios as defined under Rule 14.07 of the Listing Rules are as follows:

	Maximum daily amount for the		Highest
	year ending 31st December,		applicable
	2014	2015	percentage
	<i>RMB million</i>	<i>RMB million</i>	ratio
			%
CR Bank	1,600	1,600	4.47
CR Trust	1,600	1,600	4.47

It is expected that the aggregate annual amount of fees and commissions paid by the Group for the financial services provided by CR Bank and CR Trust respectively during the term of the Strategic Cooperation Agreements 2013 will not exceed 0.1% of the percentage ratios, other than the profits ratio, of the Listing Rules, and these arrangements will constitute de minimis transactions under the Listing Rules.

To the extent the aggregate annual amount of fees and commissions paid by the Group for the financial services provided by CR Bank and CR Trust respectively during the term of the Strategic Cooperation Agreements 2013 exceeds 0.1% and is below 5% of such percentage ratios, these arrangements will constitute continuing connected transactions exempted from independent shareholders' approval but will be subject to the annual review by the independent non-executive directors of the Company and the Company's auditors and a further announcement will be made by the Company stating the relevant caps as and when necessary. Under no circumstances will the amounts of fees and commissions paid in any one financial year exceed 5% of the percentage ratios, other than the profits ratio, of the Listing Rules unless the Company has obtained the prior approval of its independent shareholders.

LISTING RULES IMPLICATIONS

By virtue of CRC being the controlling shareholder of CRH, which in turn holds a controlling interest in the Company, CRC and CRH are connected persons to the Company as defined under the Listing Rules. As at the date of this announcement, as CRC, being a controlling shareholder of the Company, holds approximately 75.33% and 51% of the registered capital of CR Bank and CR Trust respectively, CR Bank and CR Trust are connected persons of the Company under the Listing Rules.

As the applicable size test percentage ratios exceed 0.1% but are less than 5% in respect of the continuing connected transactions under the Framework Loan Agreements 2013 and the Strategic Cooperation Agreements 2013, the transactions are only subject to the reporting, annual review and announcement requirements but are exempted from the independent shareholders' approval requirement of the Listing Rules.

None of the directors of the Company has any material interest in the transactions under the Framework Loan Agreements 2013 and the Strategic Cooperation Agreements 2013, and none of them abstained from voting on the relevant board resolutions approving the Framework Loan Agreements 2013 and the Strategic Cooperation Agreements 2013 and the transactions contemplated thereunder.

REASONS FOR AND BENEFITS OF THE PROPOSALS

The Framework Loan Agreements 2013 provide the Company with greater flexibility in the management of its surplus cash resources by enabling it to lend a portion of its surplus cash resources and those of its subsidiaries to other China Resources Group companies, including CRC and CRH. The annual lending caps for the maximum aggregate amount which can be lent at any time by the Group have been determined after assessing the maximum amount of exposure at any time which the Group is prepared to assume under the Framework Loan Agreements 2013 in the context of its estimated temporary surplus cash resources.

The Strategic Cooperation Agreements 2013 will enable the Group to use the financial services of CR Trust and CR Bank and to support their development within the China Resources Group on normal commercial terms and on a scale which will not place the Group's resources at risk or affect its relationship with other financial institutions.

All directors of the Company (including independent non-executive directors of the Company) consider the Framework Loan Agreements 2013 and the Strategic Cooperation Agreements 2013 were negotiated on an arm's length basis and are on normal commercial terms, and the relevant terms and annual caps are fair and reasonable and in the interests of the Company and its shareholders as a whole.

INFORMATION OF CRC, CRH, CR BANK, CR TRUST AND THE COMPANY

CRC

CRC, a borrower and guarantor under the Onshore Framework Loan Agreement 2013, is the holding company of CRH.

CRH

CRH, a borrower and guarantor under the Offshore Framework Loan Agreement 2013, is a conglomerate in Hong Kong and the PRC that is principally engaged in seven core businesses, namely consumer products, power, real estate, cement, gas, pharmaceutical and financial services, as well as other operations including microelectronics, textiles, chemical products and compressors.

CR Bank

CR Bank, a licensed bank regulated by the China Banking Regulatory Commission and headquartered in Zhuhai, has one Head Office and 49 sub-branches within Zhuhai, one branch in Shenzhen, Zhongshan City and Foshan City respectively, and one rural bank in Deqing, Guangdong and Baise, Guangxi respectively.

CR Bank has achieved tremendous growth in its operational scale, geographical coverage and capital base over the past years. The following table illustrates the growth of CR Bank's assets, deposits, loans and total equity from 31st December, 2010 to 31st December, 2012:

	As at		As at		increase
	31st December, 2012		31st December, 2010		
	<i>RMB billion</i>	<i>HK\$ billion</i>	<i>RMB billion</i>	<i>HK\$ billion</i>	<i>%</i>
Total Assets	103.0	128.7	16.6	20.7	522%
Deposits	50.7	63.4	13.9	17.4	264%
Loans	21.2	26.4	4.0	4.9	435%
Total equity	7.4	9.2	1.5	1.8	401%

CR Trust

As at the date of this announcement, CRC holds a 51% equity interest in CR Trust and the remaining 49% equity interest of CR Trust is held by the State-owned Assets Supervision and Administration Commission of Shenzhen. The registered capital of CR Trust is approximately RMB2.63 billion. With the headquarters located in Shenzhen, China, CR Trust is authorised by the relevant regulatory body to conduct business on a nationwide basis in the PRC.

CR Trust has achieved respectable growth in its operational scale, geographical coverage and capital base over the past years. The following table illustrates the growth of CR Trust's assets and total equity from 31st December, 2010 to 31st December, 2012:

	As at		As at		increase %
	31st December, 2012		31st December, 2010		
	<i>RMB billion</i>	<i>HK billion</i>	<i>RMB billion</i>	<i>HK\$ billion</i>	
Total assets	11.9	15.3	9.7	12.4	23%
Total equity	10.2	13.0	8.3	10.6	23%
Trust assets under management	183.7	234.6	60.1	76.8	206%
Revenue for the year/period	2.1	2.7	1.6	2.1	26%

The Company

The Company is an investment holding company which through its subsidiaries and jointly controlled entities in the PRC, operates city gas distribution projects in China including natural gas pipelines and compressed natural gas filling stations.

The turnover, total assets and cash balance of the Group from 2010 to 2013 are as illustrated in the tables below:

	As at 30th June, 2013	As at 31st December, 2012	As at 31st December, 2010	31st December, 2010 to 31st December, 2012	31st December, 2010 to 30th June, 2013
	<i>Unaudited</i> <i>HK\$ billion</i>	<i>Audited</i> <i>HK\$ billion</i>	<i>Restart</i> <i>HK\$ billion</i>	<i>increase/ (decrease)</i> %	<i>increase/ (decrease)</i> %
Total					
assets	44.7	42.4	20.8	104%	115%
Cash	9.0	12.3	6.7	83%	34%
Turnover for the year/period	9.8	19.6	9.3	110%	n.a.

DEFINITIONS

In this announcement the following words have the following meanings, unless the context requires otherwise.

“China Resources Group”	CRC, CRH and their respective subsidiaries
“China Resources Group listed company (or companies)”	any company (or companies) in the China Resources Group, which is (or are) listed on the Main Board of the Stock Exchange as at the date of this announcement, other than the Company
“Company”	China Resources Gas Group Limited (華潤燃氣控股有限公司), a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange (Stock code: 1193)

“CR Bank”	珠海華潤銀行股份有限公司 China Resources Bank of Zhuhai Co., Ltd., a municipal bank headquartered in Zhuhai, in which CRC holds approximately a 75.33% equity interest as at the date of this announcement
“CR Bank Strategic Cooperation Agreement 2013”	the strategic cooperation agreement entered into by CR Bank and the Company on 31st December, 2013
“CR Trust”	華潤深國投信托有限公司 China Resources SZITIC Trust Co., Ltd., in which CRC holds a 51% equity interest as at the date of this announcement
“CR Trust Strategic Cooperation Agreement 2013”	the strategic cooperation agreement entered into by CR Trust and the Company on 31st December, 2013
“CRC”	China Resources Co., Limited, a joint stock limited liability company incorporated in the PRC, which is the holding company of CRH and the banking and trust activities in which the China Resources Group has an interest
“CRH”	China Resources (Holdings) Company Limited, a company incorporated in Hong Kong with limited liability and the intermediate holding company of the China Resources Group in Hong Kong, holding all the China Resources Group’s material interests apart from its banking and trust activities
“CRM”	China Resources Microelectronics Limited, an indirect subsidiary of CRH, incorporated in the Cayman Islands with limited liability
“Framework Loan Agreements 2013”	the Offshore Framework Loan Agreement 2013 and the Onshore Framework Loan Agreement 2013
“Group”	the Company and its subsidiaries and jointly controlled entities
“HIBOR”	the Hong Kong Inter-Bank Offered Rate
“Hong Kong”	the Hong Kong Special Administrative Region, the People’s Republic of China

“Hong Kong and United States Dollar Master Loan Agreement”	the Master Loan Agreement and Guarantee for advances in Hong Kong Dollar and United States Dollar entered into by CRH, the China Resources Group listed companies, certain unlisted companies within the China Resources Group, CRM and the Company on 22nd November, 2010
“independent shareholders”	shareholders of the Company other than CRH and its associates, as defined in the Listing Rules
“LIBOR”	the London Inter-Bank Offered Rate
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Master Lending Agreements”	the Hong Kong and United States Dollar Master Loan Agreement and the RMB Master Loan Agreement
“Offshore Framework Loan Agreement 2013”	the Framework Loan Agreement and Guarantee for advances in Hong Kong Dollar, Renminbi and United States Dollar entered into by CRH and the Company on 31st December, 2013
“Onshore Framework Loan Agreement 2013”	the Framework Loan Agreement and Guarantee for advances in RMB entered into by CRC and the Company on 31st December, 2013
“PRC”	the People’s Republic of China, and for the purpose of this announcement, excluding Hong Kong, Macau and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“RMB Master Loan Agreement”	the Master Loan Agreement and Guarantee for advances in RMB entered into by CRC, the China Resources Group listed companies, CRM and the Company on 22nd November, 2010
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strategic Cooperation Agreement”	the Strategic Cooperation Agreement in respect of the framework for the provision and engagement of banking and trust services entered into by CR Bank, CR Trust, the China Resources Group listed companies, CRM and the Company on 22nd November, 2010

“Strategic Cooperation Agreements 2013”	the CR Bank Strategic Cooperation Agreement 2013 and the CR Trust Strategic Cooperation Agreement 2013
“Supplemental Agreement”	the supplemental agreement to the Strategic Cooperation Agreement entered into by the Company and CR Bank on 23rd April, 2013 in relation to revision of the maximum daily deposit amount placed by the Group with CR Bank

For illustrative purpose of this announcement only, conversion of HK\$ into RMB is made at the rate of RMB1.00 = HK\$1.25.

By the order of the board
China Resources Gas Group Limited
Wang Chuandong
Chairman

Hong Kong, 31st December, 2013

As at the date of this announcement, the directors of the Company are Mr. Wang Chuandong, Mr. Shi Shanbo and Mr. Ong Thiam Kin, being Executive Directors; Mr. Du Wenmin, Mr. Wei Bin, Mr. Huang Daoguo and Mr. Chen Ying, being Non-executive Directors; and Mr. Wong Tak Shing, Ms. Yu Jian, Mr. Yu Hon To, David and Mr. Qin Chaokui, being Independent Non-executive Directors.