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*(Incorporated in the Cayman Islands with limited liability)
(Stock Code : 1083)*

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

The board of directors (the “**Board**”) of Towngas China Company Limited (the “**Company**”) proposes to amend the articles of association of the Company (the “**Articles**”) in order to bring the Articles in line with The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited relating to the use of electronic means or website for communication with shareholders.

The proposed amendments to the Articles are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolution at the forthcoming annual general meeting of the Company.

A circular containing, inter alia, further details concerning the proposed amendments to the Articles and a notice convening the annual general meeting which includes inter alia, a special resolution to approve the proposed amendments to the Articles, will be dispatched to the Shareholders in due course.

For and on behalf of
Towngas China Company Limited
HO Hon Ming, John
Executive Director and Company Secretary

Hong Kong, 14 March 2011

At the date of this announcement, the Board comprises:

Executive Directors:

CHAN Wing Kin, Alfred (*Chairman*)
WONG Wai Yee, Peter (*Chief Executive Officer*)
KWAN Yuk Choi, James
HO Hon Ming, John (*Company Secretary*)
LAW Wai Fun, Margaret
OU Yaping
TANG Yui Man, Francis
(*Alternate Director to OU Yaping*)

Independent Non-executive Directors:

CHOW Yei Ching
CHENG Mo Chi, Moses
LI Man Bun, Brian David