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

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The board of directors (the “**Board**”) of Towngas China Company Limited (the “**Company**”) hereby announces that Mr. Chow Vee Tsung, Oscar (“**Mr. Chow**”) has tendered his resignation as an independent non-executive director, a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company with effect from the close of office on 8 May 2015 in order to devote more time on his personal engagements.

Mr. Chow has confirmed that he has no disagreement with the Board and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Chow for his valuable contributions to the Company during his tenure of office.

Following the resignation of Mr. Chow, the Company has only two independent non-executive directors and two audit committee members, the number of which falls below the minimum number required under Rule 3.10(1) and Rule 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The Company is currently identifying a suitable candidate to fill the vacancy of an independent non-executive director to meet the minimum required number of independent non-executive directors and audit committee members under Rule 3.10(1) and Rule 3.21 of the Listing Rules. The Company will make further announcement as and when required by the Listing Rules.

By order of the Board
Towngas China Company Limited
HO Hon Ming, John
Executive Director and Company Secretary

Hong Kong, 8 May 2015

As at the date of this announcement, the Board comprises:

Executive Directors:

CHAN Wing Kin, Alfred (*Chairman*)
WONG Wai Yee, Peter (*Chief Executive Officer*)
HO Hon Ming, John (*Company Secretary*)

Independent Non-Executive Directors:

CHENG Mo Chi, Moses
LI Man Bun, Brian David

Non-Executive Director:

KWAN Yuk Choi, James