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**INSIDE INFORMATION**  
**POTENTIAL DISPOSAL OF EQUITY INTERESTS IN HENAN BLUE SKY**  
**THROUGH LISTING-FOR-SALES**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

**POTENTIAL DISPOSAL THROUGH LISTING-FOR-SALES**

Henan Blue Sky currently invests and operates a CNG Mother Station , two CNG refuelling stations and two petroleum refuelling stations in Zhumadian City, Henan Province, the PRC. To improve the overall management efficiency of the Group in Henan Province and to further focus on the Group’s operations in Zhengzhou City and Xinzheng City in Henan Province, the Board announces that the Company is considering (i) disposal of entire equity interests held by the Company in Henan Blue Sky through listing-for-sales on SUAEE (the “**Potential Disposal**”); and/or (ii) leasing out the operating rights and/or right of use of the CNG mother station, two CNG refuelling stations and two petroleum refuelling stations held by Henan Blue Sky to other third party(ies). The Company intended to issue a preliminary disclosure (the “**Preliminary Disclosure**”) through the website of the SUAEE to attract interested parties. The Preliminary Disclosure of information relating to the Potential Disposal is expected to be published on the website of the SUAEE on 11 August 2023. If further deemed necessary, the Group will conduct potential sales publicly through the SUAEE (or other property rights exchange institutions).

The consideration for the Potential Disposal will be determined based on, amongst others, the final bid price quoted by the successful bidder (but nonetheless not lower than the initial bid price set by the Company, which has not been determined) and further negotiation between the Group and the potential bidder (if any).

## **REASONS FOR THE POTENTIAL DISPOSAL**

Henan Blue Sky is principally engaged in the investment and operation of a CNG Mother Station, two CNG refuelling stations and two petroleum refuelling stations in Zhumadian City, Henan Province, the PRC. Due to its distance from the management center of the Group in Henan Province, the Board is of the view that the Potential Disposal, if materialized, will help improve the overall management efficiency of the Group's business, optimize the resource allocation of the Group. The cash flow of the Group could be further enhanced at the same time. The Board believes that the Potential Disposal is beneficial for and will not affect the business and financial performance of the Group.

## **INFORMATION OF HENAN BLUE SKY**

Henan Blue Sky is a limited liability company established under the laws of the PRC on 16 May 2007 and its entire equity interests are held by HK Investment with a registered capital of RMB13,500,000. Henan Blue Sky is primarily engaged in the investment and operation of a CNG Mother Station, two CNG refuelling stations and two petroleum refuelling stations in Zhumadian City, Henan Province, the PRC.

## **INFORMATION OF THE GROUP**

The Company is a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange. The principal business activity of the Company is investment holding. The Group is an integrated LPG and natural gas supplier with a complete industry in the PRC. The Group primarily engages in the operation of LPG, CNG and LNG vehicular refuelling stations (車用加氣站), LPG domestic stations (民用站), CNG Mother Stations (母站) and the LPG and CNG wholesale business in Guangdong Province, Henan Province and Hebei Province, the PRC.

## **GENERAL**

The Preliminary Disclosure is only for information disclosure in advance. The Potential Disposal, if materialised, may constitute a notifiable transaction of the Company. The Company will make further announcement as and when appropriate in compliance with applicable legal and regulatory requirements.

**As the Potential Disposal is only at the Preliminary Disclosure stage and the Potential Disposal may or may not take place at SUAEE (or other property right exchange institutions), the Potential Disposal may or may not proceed. Therefore, the Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

## DEFINITIONS

In this announcement, unless otherwise indicated in the context, the following terms shall have the meanings as set out below:

“Board”	the board of directors of the Company
“CNG”	compressed natural gas, a type of natural gas that is compressed to high density through imposing high-pressure to facilitate the ease and efficiency of transportation
“CNG Mother Station”	CNG mother station that is operated for processing and supplying CNG to the CNG refuelling stations and other wholesale customers
“Company”	Sino Gas Holdings Group Limited (中油潔能控股集團有限公司), an exempted company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the main board of the Stock Exchange (stock code: 1759)
“Group”	the Company and its subsidiaries
“Henan Blue Sky”	Henan Blue Sky Sino Gas Technology Company Limited (河南藍天中油潔能科技有限公司), a limited liability company established under the laws of the PRC on 16 May 2007 and its entire equity interests were owned by HK Investment as at the date of this announcement, and the Company’s indirect wholly owned subsidiary
“HK Investment”	Sino Gas Investment Group Limited (中油投資集團有限公司), a company incorporated under the laws of Hong Kong on 24 March 2015 with limited liability and an indirect wholly owned subsidiary of the Company as at the date of this announcement
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“LNG”	liquefied natural gas, a type of natural gas that has been converted to liquid form through application of pressure and cooling for ease and efficiency of transportation

“LPG”	liquefied petroleum gas, a type of inflammable gas produced during natural gas processing and oil refining, which could be stored as liquid under pressure
“PRC”	the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, Taiwan and Macau Special Administrative Region
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholders”	holders of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“SUAEE”	Southern United Assets & Equity Exchange* (南方聯合產權交易中心)

\* For identification purpose only

By Order of the Board  
**Sino Gas Holdings Group Limited**  
**Mr. Ji Guang**  
*Chairman*

Hong Kong, 10 August 2023

As at the date of this announcement, the directors of the Company are:

*Executive Directors:*

Mr. Ji Guang (*Chairman*)  
Ms. Ji Ling (*Vice-Chairman and Chief Executive Officer*)  
Ms. Cui Meijian  
Mr. Zhou Feng

*Independent non-executive Directors:*

Mr. Sheng Yuhong  
Mr. Wang Zhonghua  
Dr. Zheng Jian Peng