

Dear Shareholders,

**The Hong Kong and China Gas Company Limited (the “Company”)
– 2012 Annual Report, Circular and Proxy Form (the “Current Corporate Communications”)**

Please be informed that the English and Chinese versions of the Company’s Current Corporate Communications are available on the Company’s website at www.towngas.com and the HKExnews’ website at www.hkexnews.hk, or the arranged printed form(s) of the Current Corporate Communications is enclosed (if applicable). You may access the Current Corporate Communications on the Company’s website or browsing through the HKExnews’ website.

For shareholders who choose or are deemed to have consented to receive Corporate Communications^(Note) by electronic means but for any reason you have difficulty in receiving or gaining access to the Corporate Communications, or if you want to receive another printed language version of the Current Corporate Communications other than that you have received (if applicable), the Company will promptly upon your request send to you a printed version free of charge. Please make your request to the Company’s share registrar, Computershare Hong Kong Investor Services Limited (the “Share Registrar”) at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.

Please also note that you are entitled to change your choice of language and/or means of receipt of the Company’s future Corporate Communications by giving reasonable notice in writing (not less than 7 days) or simply completing, signing and returning the Change Request Form on the reverse side to the Company’s Share Registrar, using the mailing label at the bottom of the Change Request Form (no need to affix a stamp if posted in Hong Kong; otherwise, please affix an appropriate stamp), or by email at towngas.ecom@computershare.com.hk.

If you have any queries relating to any of the above matters, please call the Company’s telephone hotline at (852) 2862 8688 or (852) 2862 8555 during business hours from 9:00 a.m. to 6:00 p.m. (Monday to Friday, excluding public holidays).

Yours faithfully,
JOHN H.M. HO
Chief Financial Officer and Company Secretary

Note: Corporate Communications include but not limited to (a) the directors’ report and annual accounts together with a copy of the auditors’ report and, where applicable, a summary financial report; (b) the interim report and, where applicable, a summary interim report; (c) a notice of meeting; (d) a listing document; (e) a circular; and (f) a proxy form.

各位股東：

**香港中華煤氣有限公司（「本公司」）
– 2012 年年報、通函及代表委任表格（「本次公司通訊」）**

謹通知 閣下本公司的本次公司通訊的中、英文版本已載列於本公司網站(www.towngas.com)及香港交易所披露易網站(www.hkexnews.hk)，歡迎瀏覽。或按安排附上本次公司通訊的印刷本(如適用)。閣下可於本公司網站存取本次公司通訊或瀏覽香港交易所披露易網站。

至於已選擇或被視為已選擇收取公司通訊^(附註)電子版本之股東，若因任何理由在收取或瀏覽該等文件上遇到困難，或閣下欲收取本次公司通訊文件之另一語言印刷本(如適用者)，本公司將於收到閣下之要求後，迅即向閣下免費寄發一份印刷本。請把閣下要求寄回本公司股份登記處「香港中央證券登記有限公司」(「股份登記處」)，地址為香港灣仔皇后大道東183號合和中心17M樓。

閣下有權更改選擇收取日後刊發之公司通訊的語言版本及/或收取方式。閣下可在給予合理時間下發出書面通知(最短不少於7日)或填妥、簽署及交回隨本函背面的更改回條，並使用附載於更改回條上之郵寄標籤寄回本公司股份登記處(如在香港投寄，毋須貼上郵票；否則，請貼上適當的郵票)或透過電郵至 towngas.ecom@computershare.com.hk。

如閣下對本函內容有任何疑問，請於辦公時間內星期一至五(公眾假期除外)上午9時正至下午6時正致電本公司電話熱線(852) 2862 8688或(852) 2862 8555。

首席財務總裁暨公司秘書
何漢明 謹啟

2013年4月23日

附註：公司通訊包括但不限於：(a)董事會報告、年度賬目連同核數師報告及(如適用)財務摘要報告；(b)中期報告及(如適用)中期摘要報告；(c)會議通告；(d)上市文件；(e)通函；及(f)委派代表書。

Change Request Form 更改回條

To: The Hong Kong and China Gas Company Limited (the "Company") 致: 香港中華煤氣有限公司 (「本公司」)
(Stock Code: 3) (股份代號: 3)
c/o Computershare Hong Kong Investor Services Limited 經香港中央證券登記有限公司
17M Floor, Hopewell Centre, 183 Queen's Road East 香港灣仔皇后大道東 183 號
Wanchai, Hong Kong 合和中心 17M 樓

I/We would like to receive all future Corporate Communications* of the Company ("Corporate Communications") in the manner as indicated below:
本人/吾等欲以下列方式收取 貴公司日後之所有公司通訊* (「公司通訊」):

(Please mark (X) in ONLY ONE of the following boxes) (請從下列選擇中, 僅在其中一個空格內劃上「X」號)

- to read the **website version** of Corporate Communications published on the Company's website in place of receiving printed copies; and receive a notification letter of the publication of Corporate Communications on the Company's website; **OR**
瀏覽在本公司網站發出公司通訊之**網上版本**, 以代替收取印刷本, 並收取公司通訊已在本公司網上刊發的通知函; 或
- to receive the **printed English version** of Corporate Communications ONLY; **OR**
僅收取公司通訊之**英文印刷本**; 或
- to receive the **printed Chinese version** of Corporate Communications ONLY; **OR**
僅收取公司通訊之**中文印刷本**; 或
- to receive both **printed English and Chinese versions** of Corporate Communications.
同時收取公司通訊之**英文及中文印刷本**。

Name(s) of shareholder(s)[#]
股東姓名[#]

Date
日期

(Please use ENGLISH BLOCK LETTERS 請用英文正楷填寫)

Shareholder(s) registered address
股東的登記地址

Contact telephone number
聯絡電話號碼

Signature(s)
簽署

[#] You are required to fill in the details if you download this change request form from the Company's website.

假如閣下從本公司網站下載本更改回條, 請必須填上有關資料。

Notes 附註:

- Please complete all your details clearly.
請閣下清楚填寫所有資料。
- If your shares are held in joint names, the shareholder whose name stands first on the register of members of the Company in respect of the joint holding should sign on this Change Request Form in order to be valid.
如屬聯名股東, 則本更改回條須由該名於本公司股東名冊上就聯名持有股份之其姓名位列首位的股東簽署, 方為有效。
- Any form with more than one box marked (X), with no box marked (X), with no signature or otherwise incorrectly completed will be void.
如在本更改回條作出超過一項選擇、或未有作出選擇、或未有簽署、或在其他方面填寫不正確, 則本更改回條將會作廢。
- The above instruction will apply to all future Corporate Communications to be sent to shareholders of the Company until you notify otherwise by reasonable notice in writing (not less than 7 days) to the Company's share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or by email at towngas.ecom@computershare.com.hk.
上述指示適用於日後寄發予本公司股東之所有公司通訊, 直至閣下發出合理時間的書面通知(最不少於7日)予本公司股份登記處「香港中央證券登記有限公司」(地址為香港灣仔皇后大道東 183 號合和中心 17M 樓)或以電郵發送至 towngas.ecom@computershare.com.hk 另作選擇為止。
- Shareholders are entitled to change the choice of means of receipt and language of Corporate Communications at any time by reasonable notice in writing (not less than 7 days) to the Company's share registrar (at the above address) or by email at towngas.ecom@computershare.com.hk.
股東有權隨時發出合理時間的書面通知(最不少於7日)予本公司股份登記處(上述地址)或以電郵發送至 towngas.ecom@computershare.com.hk, 要求更改有關公司通訊的語言版本及收取方式。
- For the avoidance of doubt, we do not accept any special instructions written on this Change Request Form.
為免存疑, 任何在本更改回條上的額外手寫指示, 本公司將不予處理。

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郵寄標籤 MAILING LABEL

閣下寄回此更改回條時, 請將郵寄標籤剪貼於信封上。

如在本港投寄毋須貼上郵票。

Please cut the mailing label and stick this on the envelope to return this change request form to us.

No postage stamp necessary if posted in Hong Kong.

香港中央證券登記有限公司
Computershare Hong Kong Investor Services Limited
簡便回郵號碼 Freepost No. 37
香港 Hong Kong

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