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THE HONG KONG AND CHINA GAS COMPANY LIMITED

(Incorporated in Hong Kong under the Companies Ordinance)

(Stock Code: 3)

ANNUAL GENERAL MEETING – 28TH MAY 2010 POLL RESULTS

The Hong Kong and China Gas Company Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting of the Company held on 28th May 2010 (the “AGM”) as follows:

ORDINARY RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
1.	To receive and consider the statement of accounts for the financial year ended 31st December 2009 and the reports of the Directors and Auditors thereon	3,960,483,162 (99.999442%)	22,100 (0.000558%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
2.	To declare a final dividend	4,103,314,686 (99.996146%)	158,148 (0.003854%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3(I).	To re-elect Mr. Leung Hay Man as Director	3,705,163,249 (90.608681%)	384,029,112 (9.391319%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3(II).	To re-elect Mr. Lee Ka Kit as Director	3,666,103,348 (89.647329%)	423,369,692 (10.352671%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3(III).	To re-elect Mr. James Kwan Yuk Choi as Director	4,077,205,922 (99.408093%)	24,276,969 (0.591907%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

ORDINARY RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
3(IV).	To re-elect Professor Poon Chung Kwong as Director	4,096,944,483 (99.922354%)	3,183,588 (0.077646%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
4.	To re-appoint PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration	4,087,500,754 (99.621037%)	15,549,027 (0.378963%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
5.	To approve each Director's fee, the additional fee for the Chairman and the fee for each member of the Audit Committee	4,097,713,779 (99.899141%)	4,137,097 (0.100859%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
6(I).	To approve the issue of Bonus Shares	4,102,657,716 (99.954580%)	1,864,262 (0.045420%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
6(II).	To approve the renewal of the general mandate to the Directors for repurchase of Shares	4,092,161,374 (99.738989%)	10,708,933 (0.261011%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
6(III).	To approve the renewal of the general mandate to the Directors for the issue of additional Shares	3,558,548,360 (86.710535%)	545,391,689 (13.289465%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		

ORDINARY RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
6(IV).	To authorise the Board of Directors to allot, issue or otherwise deal with additional Shares equal to the number of Shares repurchased under Resolution 6(II)	3,552,842,151 (86.581210%)	550,637,287 (13.418790%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

By Order of the Board

JOHN H.M. HO

Chief Financial Officer and Company Secretary

Hong Kong, 28th May 2010

Notes:

1. The total number of shares entitling the holder to attend and vote for or against the resolutions at the AGM was 6,529,383,584 shares. None of these 6,529,383,584 shares were the shares entitling the holder to attend and vote only against the resolutions at the AGM.
2. Computershare Hong Kong Investor Services Limited, the Company's share registrar, was appointed as the scrutineer for the AGM.
3. No party has stated its intention in the shareholders' circular of the Company dated 26th April 2010 that it would vote against any resolution or that it would abstain from voting at the AGM.

As at the date of this announcement, the board of directors of the Company comprises:

Non-executive Directors:

Dr. The Hon. Lee Shau Kee (Chairman), Mr. Colin Lam Ko Yin, Mr. Lee Ka Kit and Mr. Lee Ka Shing

Independent Non-executive Directors:

Mr. Leung Hay Man, Dr. The Hon. David Li Kwok Po and Professor Poon Chung Kwong

Executive Directors:

Mr. Alfred Chan Wing Kin and Mr. James Kwan Yuk Choi



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