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**NOTICE OF LISTING ON
THE STOCK EXCHANGE OF HONG KONG LIMITED**

HKCG (FINANCE) LIMITED (the “Issuer”)
(Incorporated in Hong Kong under the Companies Ordinance)

US\$1,000,000,000 MEDIUM TERM NOTE PROGRAMME (the “Programme”)

unconditionally and irrevocably guaranteed by

THE HONG KONG AND CHINA GAS COMPANY LIMITED (the “Guarantor”)
(Incorporated in Hong Kong under the Companies Ordinance)
(Stock Code: 3)

Arrangers

**The Hongkong and Shanghai Banking Corporation Limited
Morgan Stanley & Co. International plc
The Royal Bank of Scotland plc**

Application has been made to The Stock Exchange of Hong Kong Limited for the listing of the Programme, and for the listing of, and permission to deal in, the notes to be issued under the Programme within 12 months after 21 May 2009, as described in the Offering Circular to be dated 21 May 2009. The listing of the Programme is expected to become effective on 25 May 2009.

20 May 2009

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

<i>Non-executive Directors:</i>	Dr. The Hon. Lee Shau Kee (Chairman), Mr. Colin Lam Ko Yin, Mr. Lee Ka Kit and Mr. Lee Ka Shing
<i>Independent Non-executive Directors:</i>	Mr. Liu Lit Man, Mr. Leung Hay Man and Dr. The Hon. David Li Kwok Po
<i>Executive Directors:</i>	Mr. Alfred Chan Wing Kin and Mr. James Kwan Yuk Choi

As at the date of this announcement, the Board of the Issuer comprises Mr. Alfred Chan Wing Kin, Mr. James Kwan Yuk Choi, Mr. John Ho Hon Ming, Mr. Lo Wing Keung (alternate director to Mr. Alfred Chan Wing Kin) and Mr. Chan Wai Keung (alternate director to Mr. John Ho Hon Ming)

This announcement is available for viewing on the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and on the website of the Guarantor at www.towngas.com

