

24 April 2014

Dear Non-registered holders ⁽¹⁾,

**The Hong Kong and China Gas Company Limited (the “Company”)
– 2013 Annual Report and Circular (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. You may access the Current Corporate Communications on the Company’s website or browsing through the HKExnews’ website.

Please note that the Annual General Meeting of the Company will be held at Meeting Room N101 (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, Wanchai, Hong Kong on Wednesday, 4 June 2014 at 12:00 noon.

If you want to receive a printed version of the Current Corporate Communications, please mark (X) in the appropriate box on the enclosed request form, sign and return it 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 by using the mailing label (no need to affix a stamp if posted in Hong Kong; otherwise, please affix an appropriate stamp). The request form may also be downloaded from the Company’s website at www.towngas.com or the HKExnews’ website at www.hkexnews.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) or send an email to towngas.ecom@computershare.com.hk.

Yours faithfully,
JOHN H.M. HO

Chief Financial Officer and Company Secretary

Note: (1) This letter is addressed to non-registered holders (“non-registered holder” means such person or company whose shares are held in The Central Clearing and Settlement System (CCASS) and who has notified the Company from time to time through Hong Kong Securities Clearing Company Limited to receive corporate communications of the Company). If you have sold or transferred your shares in the Company, please disregard this letter and the enclosed request form.

各位非登記持有人⁽¹⁾：

**香港中華煤氣有限公司 (「本公司」)
– 2013 年年報及通函 (「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。 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。

本公司之股東週年大會將於 2014 年 6 月 4 日 (星期三) 中午 12 時正假座香港灣仔香港會議展覽中心會議室 N101 室(博覽道入口)舉行。

如 閣下欲收取本次公司通訊之印刷本，請 閣下在隨本函附上的申請表格上適當的空格內劃上「X」號及簽署，並使用隨附之郵寄標籤寄回本公司股份登記處「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 (如在香港投寄，毋須貼上郵票；否則，請貼上適當的郵票)。申請表格亦可於本公司網站(www.towngas.com)或香港交易所披露易網站 (www.hkexnews.hk) 內下載。

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 或電郵至 towngas.ecom@computershare.com.hk。

首席財務總裁暨公司秘書
何漢明 謹啟

2014 年 4 月 24 日

附註：(1) 此函件乃向本公司之非登記持有人(「非登記持有人」指股份存放於中央結算及交收系統的人士或公司，透過香港中央結算有限公司不時向本公司發出通知，希望收到本公司的公司通訊)發出。如果 閣下已經出售或轉讓所持有之本公司股份，則無需理會本函件及所附申請表格。

Request Form 申請表格

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

I/We would like to receive the 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 貴公司之公司通訊* (「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 receive the **printed English version** of all 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 all 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 all Corporate Communications.
同時收取公司通訊之英文及中文印刷本。

Name(s) of Non-registered holder(s)[#]
非登記持有人姓名[#]

Date
日期

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

Non-registered holder(s) registered address
非登記持有人的登記地址

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 request form from the Company's website.
假如 閣下從本公司網站下載本申請表格，請必須填上有關資料。

Notes 附註：

- Please complete all your details clearly.
請 閣下清楚填妥所有資料。
- This letter is addressed to non-registered holders ("non-registered holder" means such person or company whose shares are held in The Central Clearing and Settlement System (CCASS) and who has notified the Company from time to time through Hong Kong Securities Clearing Company Limited to receive Corporate Communications).
此函件乃向本公司之非登記持有人(「非登記持有人」指股份存放於中央結算及交收系統的人士或公司，透過香港中央結算有限公司不時向本公司發出通知，希望收到公司通訊)發出。
- Any form with more than one box marked (X), with no box marked (X), with no signature or otherwise incorrectly completed will be void.
如在本表格作出超過一項選擇、或未有作出選擇、或未有簽署、或在其他方面填寫不正確，則本表格將會作廢。
- The above instruction will apply to the Corporate Communications to be sent to you until you notify to the Company's share registrar, Computershare Hong Kong Investor Services Limited to the contrary or unless you have at any time ceased to have holdings in the Company.
上述指示適用於發送予 閣下之所有公司通訊，直至 閣下通知本公司股份登記處「香港中央證券登記有限公司」另外之安排或任何時候停止持有本公司的股份。
- For the avoidance of doubt, we do not accept any other instruction given on this request form.
為免存疑，任何在本申請表格上的額外指示，本公司將不予處理。

*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.

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。

郵寄標籤 MAILING LABEL

閣下寄回此申請表格時，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 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

HCGH-24042014-1(0)