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THE HONG KONG AND CHINA GAS COMPANY LIMITED

(incorporated in Hong Kong under the Companies Ordinance)

(Stock Code: 3)

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Liu Lit Man has informed the Company that he would resign from his office as Independent Non-executive Director of the Company with effect from 27th November 2009 upon his retirement. Mr. Liu will also cease to be member of the Audit Committee and the Remuneration Committee of the Company from the same date.

Retirement of Mr. Liu Lit Man as Independent Non-executive Director

The board of directors (the “**Board**”) of The Hong Kong and China Gas Company Limited (the “**Company**”) announces that Mr. Liu Lit Man (“**Mr. Liu**”) has informed the Company that he would resign as Independent Non-executive Director of the Company with effect from 27th November 2009 upon his retirement. Mr. Liu will also cease to be member of the Audit Committee and the Remuneration Committee of the Company from the same date.

Mr. Liu has been a director of the Company since 1975. During the past 34 years, Mr. Liu has provided much guidance and support to the Company. The Board wishes to extend its sincere gratitude to Mr. Liu for his invaluable contribution to the Company.

Mr. Liu has confirmed that he has no disagreement with the Board and that there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company.

By Order of the Board

JOHN H.M. HO

Chief Financial Officer and Company Secretary

Hong Kong, 27th November 2009

As at the date of this announcement, the Board 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. Liu Lit Man, 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

