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(香港交易及結算所有限公司全資附屬公司)  
**The Stock Exchange of Hong Kong Limited**  
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**通告 CIRCULAR**

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FOR REFERENCE ONLY

Subject : Display of Adjusted Previous Closing Price of The Hong Kong and China Gas Company Limited (stock code 3) on AMS/3 for its Final Dividend of HK\$0.23 per share and 1-for-10 Bonus Shares on Ex-All Date, 6 June 2014

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Pursuant to the timetable issued by The Hong Kong and China Gas Company Limited (“HK & China Gas”) for the final dividend and bonus issue of shares, HK & China Gas’s shares (stock code: 3) will be marked “ex-all” on 6 June 2014, the Ex-All Date.

Amongst other terms and conditions, HK & China Gas’s final dividend and bonus issue of shares (the “Dividend and Bonus Issue”) are subject to the passing of relevant resolution(s) to approve the Dividend and Bonus Issue (the “Resolution(s)”) at its Annual General Meeting to be held on 4 June 2014 (the “AGM”). HK & China Gas will make a further announcement containing the results of the Resolution(s) following the AGM. Shareholders, investors and market participants should read the HK & China Gas’s regulatory announcements and circulars in full including the terms and conditions of the Dividend and Bonus Issue in dealing with HK & China Gas’s shares. If they are in doubt, they should consult their professional adviser(s).

Further, as an AMS/3 standard practice for ex-dividend and ex-bonus issue (“Ex-All”) and for reference only, an Adjusted Previous Closing Price will be displayed in the “PRV CLOSE” field of HK & China Gas’s AMS/3 stock page on 6 June 2014, the Ex-All Date. The unadjusted previous closing price will instead be displayed in the free text field. Calculation of the Adjusted Previous Closing Price will be based on HK & China Gas’s closing price on 5 June 2014 (i.e. last cum-all trading day) and by using the following standard adjustment formula for dividend and bonus issue generally.

Adjustment Formula:

Adjusted Previous Closing Price  
= [(Closing Price on the last cum-all trading day – D) x Y] ÷ (X + Y)

where:

D = Final dividend per share, i.e. HK\$0.23

X = Number of bonus shares a shareholder is expected to receive when he/she holds Y existing shares on the record date, i.e. 1 bonus share

Y = Number of existing shares a shareholder has to hold on the record date for entitling him/herself to X bonus shares, i.e. 10 shares

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For illustration purpose, depending on HK & China Gas's closing price on 5 June 2014, the Exchange shall base on the above standard formula for dividend and bonus issue generally to calculate and display the Adjusted Previous Closing Price on HK & China Gas's AMS/3 stock page on 6 June 2014 as follows:-

<u>CUM-ALL</u>	<u>EX-ALL</u>
<u>Unadjusted Closing Price</u>	<u>Adjusted</u>
<u>on 5 June 2014</u>	<u>Previous Closing Price</u>
(HK\$)	(HK\$)
18.688	16.780
18.710	16.800
18.732	16.820
18.754	16.840
18.776	16.860
18.798	16.880
18.820	16.900
18.842	16.920
18.864	16.940
18.886	16.960
18.908	16.980
18.930	17.000
18.952	17.020
18.974	17.040
18.996	17.060
19.018	17.080
19.040	17.100
19.062	17.120
19.084	17.140
19.106	17.160
19.128	17.180
19.150	17.200
19.172	17.220
19.194	17.240
19.216	17.260
19.238	17.280
19.260	17.300
19.282	17.320
19.304	17.340
19.326	17.360

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