

21 June 2016

## JV PARTNER RECEIVES EGM APPROVAL FOR DISPOSAL OF INTEREST IN SGE

Sino Gas & Energy Holdings Limited (ASX: SEH, "**Sino Gas**" or the "**Company**") notes the announcement made by its current Joint Venture partner, MIE Holdings Corporation ("**MIE**", HKSE Ticker 1555) to the Hong Kong Stock Exchange on 20 June 2016 regarding shareholder approval to sell the entire issued share capital and loans of Asia Gas & Energy Ltd, the holder of MIE's 51% interest in the Joint Venture subsidiary, Sino Gas Energy Limited (the "**Joint Venture**" or "**SGE**").

At the Extraordinary General Meeting ("EGM") held in Hong Kong yesterday, 20 June 2016, MIE shareholders voted in favour of selling its entire issued capital and loans of Asia Gas & Energy Ltd to China New Energy Mining Limited ("**CNEML**") for US\$220 million in cash (plus a working capital adjustment).

As per the MIE circular dated 26 May 2016, completion of the deal is conditional upon the following conditions being satisfied or waived:

- 1) Satisfaction of all requirements under the Listing Rules, including obtaining Shareholder approval;
- 2) The charge of Sale Shares in favour of an independent third party has been released; and
- 3) No material adverse event.

### Sino Gas & Energy Holdings Limited

Investor Relations  
+86 10 8458 3001  
1300 746 642 (local call within Australia)  
[ir@sinogasenergy.com](mailto:ir@sinogasenergy.com)

### About Sino Gas & Energy Holdings Limited

Sino Gas & Energy Holdings Limited ("Sino Gas" ASX: SEH) is an Australian energy company focused on developing natural gas assets in China. Sino Gas holds a 49% interest in Sino Gas & Energy Limited ("SGE") through a strategic partnership completed with MIE Holdings Corporation ("MIE" SEHK: 1555) in July 2012. SGE has been established in Beijing since 2006 and is the operator of the Linxing and Sanjiaobei Production Sharing Contracts (PSCs) in the Ordos Basin, Shanxi province.

SGE's interest in the Linxing PSC with CUCBM is 64.75% and 49% for the Sanjiaobei PSC held with PCCBM. SGE has a 100% working interest during the exploration phase of the PSC, with SGE's PSC partners being entitled to back-in upon Overall Development Plan (ODP) approval, by contributing development and operating costs in line with their PSC interest.

The PSCs are located in the Ordos Basin and cover an area of approximately 3,000km<sup>2</sup>. The Ordos Basin is the largest onshore gas producing basin in China. The region has mature field developments with an established pipeline infrastructure to major markets. Rapid economic development is being experienced in the provinces in which Sino Gas' PSCs are located and natural gas is seen as a key component of clean energy supply in China.

Sino Gas & Energy Holdings Limited (ASX: SEH) was admitted to the Official List of ASX in 2009.

### Disclaimer

Certain statements included in this release constitute forward looking information. This information is based upon a number of estimates and assumptions made on a reasonable basis by the Company in light of its experience, current conditions and expectations of future developments, as well as other factors that the Company believes are appropriate in the circumstances. While these estimates and assumptions are considered reasonable, they are inherently subject to business, economic, competitive, political and social uncertainties and contingencies.

Many factors could cause the Company's actual results to differ materially from those expressed or implied in any forward-looking information provided by the Company, or on behalf of, the Company. Such factors include, among other things, risks relating to additional funding requirements, gas prices, exploration, acquisition, development and operating risks, competition, production risks, regulatory restrictions, including environmental regulation and liability and potential title disputes. Forward-looking information is no guarantee of future performance and, accordingly, investors are cautioned not to put undue reliance on forward-looking information due to the inherent uncertainty therein. Forward-looking information is made as at the date of this release and the Company disclaims any intent or obligation to update publicly such forward-looking information, whether as a result of new information, future events or results or otherwise.