

20 November 2012

Dear Option Holder

### **SINO GAS – LISTED OPTIONS EXPIRING 31 DECEMBER 2012**

You are registered as the holder of options (**Options**) in Sino Gas & Energy Holdings Limited (**Sino Gas**). These Options are listed for official quotation by the Australian Securities Exchange (**ASX**). The Options trade on ASX under the code SEHOC and are due to expire at 5.00pm (Perth Time) on 31 December 2012. Pursuant to Listing Rule 6.24 and Appendix 6A of the ASX Listing Rules, the Company provides the following information.

#### **Expiry date, exercise price, payment and number of shares to be received**

The Options will expire on Monday, 31 December 2012 unless exercised on or before that date.

The exercise price of the Options is 12.5 cents per Option payable in full at the time the Option is exercised. For each Option exercised you will be issued with one fully paid ordinary share in Sino Gas ranking equally in all respects with other fully paid ordinary shares in Sino Gas on issue at that time.

You will not be able to exercise your options after Monday, 31 December 2012.

#### **Available course of Action**

The courses of action available to option holders include:

- (a) Exercise your options – this will increase your equity stake in Sino Gas; or
- (b) Do nothing – if you do not take any action to exercise your options prior to 31 December 2012, the options will expire and your rights to purchase shares in Sino Gas at 12.5 cents, as an option holder, will be forfeited.

You may elect to either exercise all of your Options, only a portion of them or none of them

#### **Final date of options trading on ASX**

Quotation of the Options on ASX will end at the close of trading on Thursday, 20 December 2012 (which is 5 business days before the expiry date of the Options).

#### **Market prices**

The latest available market price of fully paid ordinary shares in Sino Gas as quoted on the ASX on the day before the date of this notice (being the closing price on 19 November 2012) was 11.5 cents per share.

The highest and lowest market prices of fully paid ordinary shares in Sino Gas during the 3 months immediately before this notice (commencing from 20 August 2012) were:

highest	11.5 cents per share on 19 November 2012;
lowest	5.9 cents per share on 20 September 2012

## Exercise of the Options

If you wish to exercise the Options, you must complete and sign the Option Expiry Exercise Notice (Form) and ensure that the completed and signed Form and a cheque for the full amount payable on exercise of the Options are received by Sino Gas' share registry no later than 5.00 p.m. (Perth time) on Monday, 31 December 2012.

Cheques must be in Australian currency, made payable to Sino Gas & Energy Holdings Limited and crossed "not negotiable".

## Option Expiry Exercise Notice

An Option Expiry Exercise Notice is attached to this letter. It shows the number of Options you hold. You may elect to either exercise all of your Options, only a portion of them or none of them. The number of fully paid ordinary shares in Sino Gas you will receive on exercising your Options will be the same as the number of Options you decide to exercise. If you decide not to exercise any of your Options you will not receive any additional shares in Sino Gas. Please refer to the instructions which accompany the Option Expiry Exercise Notice for further guidance on how to complete the form.

## Consequences of non-payment

You may choose whether or not you wish to exercise your Options. However, any Options that are not exercised by the expiry date will lapse and will be of no further value. No further entitlement will exist.

## Independent financial advice

If you are in any doubt about your rights in relation to the Options or whether you should exercise them, you should seek independent financial advice from a suitably qualified financial adviser. Nothing in this letter should be treated by you as being a recommendation, statement of opinion or advice by the Company or any of its officers regarding the exercise of the Options by you. Neither the Company nor any of its officers are in a position to consider your personal objectives, financial situation or needs.

Yours faithfully

**Sino Gas & Energy Holdings Limited**



**Gavin Harper**  
Executive Chairman

For more information, please contact:

### Sino Gas & Energy Holdings Limited

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Our latest announcements and presentations can be found on our website [www.sinogasenergy.com](http://www.sinogasenergy.com).

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## Option Expiry Exercise Notice - expiring 5.00pm (WST) on 31 December 2012

🕒 **Your form and payment must be received by 5.00pm (WST) on Monday 31 December 2012**

This is an important document that requires your immediate attention. It can only be used in relation to the securityholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

### Step 1: Registration Name

Please check the details provided and update your address via [www.investorcentre.com](http://www.investorcentre.com) if any of the details are incorrect. Your ordinary shares will be issued in the names as they appear on the Sino Gas & Energy Holdings Limited register, as printed overleaf.

### Step 2: Exercise your Option

The Options are exercisable wholly or in part by the payment of A\$0.125 for each option exercised. For every one option exercised, the optionholder will be allotted one ordinary share in Sino Gas & Energy Holdings Limited. Provide the number of options you wish to exercise and the exercise amount to be paid (number of options x A\$0.125).

### Step 3: Make Your Payment

Make your cheque or bank draft payable in Australian dollars to 'Sino Gas & Energy Holdings Limited'. The cheque must be drawn from an Australian bank. The total amount must match the amount shown in Step 1. Paperclip (do not staple) your payment to the application form for return. Cash is not accepted. Payments will be processed on the day of receipt. Receipts will not be forwarded.

### Step 4: Signing Instructions

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders must sign.

**Power of Attorney:** Please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person in the box labelled 'Sole Director and Sole Company Secretary'. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone as 'Sole Director'. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held and delete title as applicable.

**Deceased Estate:** All executors must sign and a certified copy of Probate or Letters or Administration must accompany this form.

Supplying your contact details is not compulsory but will assist us if we need to contact you.

**Turn over to complete the form →**

