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中國油氣控股有限公司
SINO OIL AND GAS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 702)

PROFIT WARNING

This announcement is made by Sino Oil and Gas Holdings Limited (the “**Company**”) (together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors of the Company (the “**Board**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that based on information currently available to the Board, it is expected that the Group would record a loss for the six months ended 30 June 2017 as compared to the profit for the corresponding period last year, mainly attributable to the increase in the finance costs incurred arising from the Convertible Bonds and Corporate Bonds during the period.

This announcement is made based on the information currently available to the Board and a preliminary assessment on the unaudited consolidated management accounts of the Group for the six months ended 30 June 2017 as the results of the Group have not been finalized and are subject to adjustments and further review by the Audit Committee of the Company. Details of the Group’s financial performance will be disclosed in the interim results announcement of the Company for the six months ended 30 June 2017 which is expected to be released before the end of August 2017.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Sino Oil and Gas Holdings Limited
Dai Xiaobing
Chairman

Hong Kong, 11 August 2017

As at the date of this announcement, the Board comprises three Executive Directors, namely, Dr. Dai Xiaobing, Mr. King Hap Lee and Mr. Wan Tze Fan Terence; four Non-executive Directors, Mr. Chen Hua, Mr. Huang Shaowu, Mr. He Lin Feng and Mr. Chen Chun Tung Jason, and four Independent Non-executive Directors, namely, Mr. Wong Kwok Chuen Peter, Professor Wong Lung Tak Patrick, Dr. Wang Yanbin and Dr. Dang Weihua.