Sino Gas & Energy Holdings Limited
ACN 124 242 422
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ACN 115 316 599

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ASX ANNOUNCEMENT

15 May 2012

COMMENCEMENT OF ROBERT BEARDEN AS PRESIDENT & CEO

Sino Gas & Energy Holdings Limited (ASX:SEH, Sino Gas) today announced that Mr Robert Bearden has commenced as President and Chief Executive Officer of Sino Gas. Mr Bearden will be based in Sino Gas's Beijing office.

Mr Bearden has over 30 years of experience in the upstream petroleum industry, predominantly in the areas of field development and production operations. He has previously worked for major corporations in the industry, including executive management roles with Chevron based in Kazakhstan, Africa, Indonesia and the United States. His most recent role prior to joining Sino Gas was as Operations Director for Addax Petroleum, a Sinopec subsidiary with substantial operations in Africa and the Middle East.

Executive Chairman of Sino Gas, Mr Gavin Harper, said: "Robert's experience in project development and frontier markets will be a key in the company progressing through the approvals process and achieving important milestones which will transform the company and continue to generate shareholder value.

"At present the company is finalising preparation for what is expected to be a very active 2012 work program. The 2012 work program consists of a significant program of new wells, seismic, testing and pilot production, and is a key step in obtaining the Chinese Reserves Report (CRR) and other approvals to move to development of the Company's significant Chinese gas projects.

Robert's appointment marks a step change in the Company's transition from exploration to project development and enhances our ability to unlock value for shareholders. Robert's experience will be extremely valuable as the company looks to develop assets in China's Ordos Basin that have been independently verified by RISC as containing a Contingent Resource of 1.8 Tcf of gas with Sino's share of total risked project value of $US1.8 billion."

Mr Bearden holds a Bachelor of Science degree from Texas A&M University USA, a Master of Engineering, Petroleum Engineering, from Tulane University, USA, a Master of Business Administration from Purdue University, USA, and an International Masters of Management MBA from the European School of Management in Paris, France. He previously held various executive management roles with Chevron over 28 years with the company, including positions as Senior Vice President Indonesia, General Manager Kazakhstan, and Managing Director Mid-Africa.

As previously advised, Mr Stephen Lyons has moved from his current role as Managing Director to the role of Vice President Finance & Corporate as the Company looks to position itself financially for development. Stephen has retired as a Director and his Appendix 3Z Final Director's Interest Notice is attached. Frank Fu has also now moved to the position of Vice President Operations where he will continue to lead the Beijing operations and technical teams in project implementation.

These changes complete an extensive program of corporate recruitment and review resulting in a strong and experienced Board and Executive team to carry the Company through what is a rare opportunity to take very sizeable gas assets in China to development and production.

ENDS

For more information, please contact:

Sino Gas & Energy

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About Sino Gas & Energy Holdings Limited
Sino Gas & Energy Holdings Limited (ASX: SEH) is an Australian energy company focused on developing Chinese unconventional gas assets. The Company has operated in Beijing since 2005 and holds a portfolio of unconventional gas assets in China through Production Sharing Contracts (PSC's).

The PSC's are located in Shanxi province in the Ordos Basin and cover an area of 3,000km^2. The Ordos Basin is the second largest onshore oil and gas producing basin in China. The area 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's PSC's are located and natural gas is seen as a key component of clean energy supply in China. The statements of resources in this Release have been independently determined to Society of Petroleum Engineers (SPE) Petroleum Resource Management Systems (SPE PRMS) standards by internationally recognized oil and gas consultants RISC Pty Ltd. All resource figures quoted are mid case - 100% unless otherwise noted.

Certain statements included in this announcement may constitute forward-looking statements. Any forward-looking statements are based on current assumptions and forecasts and are not guarantees or predictions of future performance. Such statements involve known and unknown risks, uncertainties and other factors, many of which are beyond our control, and which may cause actual results to differ materially from those expressed in the forward-looking statements. Accordingly, Sino Gas, its directors, officers and agents do not give any assurance or guarantee that the occurrence of the events referred to in this document will occur as contemplated.

Additional information on Sino Gas can be found at www.sinogasenergy.com

Rule 3.19A.3

Appendix 3Z

Final Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	**Sino Gas & Energy Holdings Limited**
ABN	**16 124 242 422**

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Stephen John Lyons
Date of last notice	9 January 2012
Date that director ceased to be director	15 May 2012

Part 1 – Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
550,000 Options exercisable at 50 cents on or before 13 March 2013.

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	**Number & class of securities**
Indirect Interest held via Ms Eleanor Lyons (Stephen's wife)	5,089,265 Ordinary shares 1,127,692 Options exercisable at 12.5 cents on or before 31 December 2012
Indirect Interest held via Ms Eleanor Lyons (Stephen's wife) & Mr Stephen Lyons (joint holding)	160,000 Ordinary Shares

Part 3 – Director's interests in contracts

Detail of contract	(1) Executive Services Agreement (2) Offer letters from Sino Gas & Energy Holdings Limited to Stephen Lyons in connection with the grant of performance rights under the Sino Gas & Energy Holdings Limited Executive, Officer and Employee Performance Rights Plan, as accepted by Mr Lyons.
Nature of interest	(1) N/A (2) Each Performance Right is a personal contractual right to be issued with or transferred a single share in the Company. A Performance Right may be exercised (if it has not otherwise lapsed) in accordance with the Executive, Officer and Employee Performance Rights Plan on the satisfaction of prescribed performance criteria within the performance period.
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	(1) The Executive Services Agreement contains a provision under which Mr Lyons is entitles to participate in the Company's Employee Share Option Plan and Performance Rights Plan in accordance with the Company's policy and rules of the plans. (2) 7,000,000 Performance Rights (comprised of 1,000,000 2009 Performance Rights and 6,000,000 2010 Performance Rights).