

Appendix 3Y

Change of 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 30/09/01 Amended 01/01/11

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.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Gavin William Harper
Date of last notice	26 June 2013

Part 1 - Change of director's relevant interests in securities

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.

Direct or indirect interest	Direct & Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held by New Energy Solutions Pty Ltd (of which Mr Harper is a Director and Shareholder)
Date of change	1 July 2013
No. of securities held prior to change	2,102,356 Ordinary Shares
Class	Ordinary Shares
Number acquired	12,002,244 Ordinary Shares
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Non-cash, issue of fully paid ordinary shares following exercise of Performance Rights under the Company's Performance Rights Plan
No. of securities held after change	14,104,600 Ordinary Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of vested Performance Rights

+ See chapter 19 for defined terms.

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Part 2 – Change of director's interests in contracts

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.

Detail of contract	(a) Services Agreement dated on or about 22 November 2011 between the Company, New Energy Solutions Pty Ltd and Mr Gavin Harper (Agreement) for provision of Gavin Harper as executive chairman ceased as a result of Gavin Harper's notice of termination and retirement from executive office with effect 30 June 2013. (b) Performance Rights issued pursuant to shareholder approvals and under associated letters of offer dated 10 August 2010, 15 December 2010, 8 December 2011 and 26 June 2012 each pursuant to the Sino Gas & Energy Holdings Limited Executive, Officer and Employee Performance Rights Plan (as amended) have vested or otherwise lapsed as a consequence of (a) above.
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	1 July 2013
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	12,002,244 Performance Rights vested and were converted into Ordinary Shares 421,035 Performance Rights Lapsed
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	Nil Performance Rights

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.