

China Natural Gas, Inc.
Form 8-K
September 12, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

DATE OF EARLIEST REPORTED EVENT: June 21, 2007

CHINA NATURAL GAS, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other
jurisdiction
of incorporation)

001-31539
(Commission File
Number)

98-0231607
(IRS Employer
Identification Number)

**19th Floor, Building B, Van Metropolis
Tang Yan Road, Hi-Tech Zone
Xian,710065, Shaanxi Province
China**

(Address of principal executive offices)

86-29-88323325

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Item 4.01 Changes in Registrant’s Certifying Accountant

On June 21, 2007, the Company appointed Moore Stephens Wurth Frazer and Torbet, LLP (“Moore Stephens”) as its new independent registered public accounting firm for the fiscal year ending December 31, 2007. During the Company’s two most recent fiscal years and any subsequent interim period prior to the engagement of Moore Stephens, neither the Company nor anyone on the Company’s behalf consulted with Moore Stephens regarding either (i) the application of accounting principles to a specified transaction, either contemplated or proposed, or the type of audit opinion that might be rendered on the Company’s financial statements, or (ii) any matter that was either the subject of a “disagreement” or a “reportable event.” A copy of the press release announcing the appointment of Moore Stephens is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibit is filed herewith:

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Press Release dated June 21, 2007, entitled “China Natural Gas Appoints Independent Auditor.” |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHINA NATURAL GAS, INC.

Date: September 12, 2007

/s/ Qinan Ji

Qinan Ji
Chief Executive Officer

EXHIBIT INDEX

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