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**RPC 瑞豐石化**

**Ruifeng Petroleum Chemical Holdings Limited**  
**瑞豐石化控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8096)**

## **INSIDE INFORMATION**

### **(A) DELAY IN PUBLICATION OF THE 2012 ANNUAL, 2013 FIRST QUARTERLY, 2013 INTERIM, 2013 THIRD QUARTERLY AND 2013 ANNUAL RESULTS ANNOUNCEMENT AND REPORT; (B) DELAY HOLDING OF BOARD MEETING(S); AND (C) PROFIT WARNING**

This announcement is made by Ruifeng Petroleum Chemical Holdings Limited (the “**Company**”, together with its subsidiaries as “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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

### **(A) DELAY IN PUBLICATION OF THE 2012 ANNUAL RESULTS ANNOUNCEMENT AND REPORT, THE 2013 FIRST QUARTERLY, 2013 INTERIM, 2013 THIRD QUARTERLY AND 2013 ANNUAL RESULTS ANNOUNCEMENT AND REPORT**

Reference is made to the announcements of Ruifeng Petroleum Chemical Holdings Limited (the “**Company**”) dated 26 March 2013, 6 May 2013, 8 July 2013, 2 August 2013 and 17 October 2013 (the “**Announcements**”).

Unless otherwise specified, terms used herein shall have the same meaning as those defined in the Announcements.

The Board wishes to inform the shareholders of the Company (the “**Shareholders**”) that additional time is required for the auditors to complete the audit procedures including but not limited to obtaining third party confirmations on accounts payable, accounts receivable and assessment of the fair value of certain fixed assets of the Group and finalise the audited consolidated statements of the Group for the year ended 31 December 2012. The Company will publish the 2012 annual results and despatch the annual report as soon as practicable and further announcement will be made in this respect in due course.

As a result of the delay in the publication of the results announcements and reports for the year ended 31 December 2012, which led to the delay in the publication of the first, second and third quarterly results and reports for the year 2013 there will be a delay in publication of the annual results and report for the year ended 31 December 2013 (the “**2013 Annual Results**”) and (the “**2013 Annual Report**”). The Company will publish the 2013 Annual Results and despatch the 2013 Annual Report as soon as practicable and further announcement will be made in this respect in due course.

## **(B) DELAY IN HOLDING BOARD MEETINGS**

The date of the Company’s board meeting(s) to approve the annual results for the year ended 31 December 2012 and the 2013 quarterly results and Annual Results and the corresponding reports are yet to be determined. A notice of such board meeting(s) will be made to the Stock Exchange and an announcement will be published on the website of the Stock Exchange and that of the Company in due course.

Pursuant to the GEM Listing Rules, (i) the Company must publish the Annual Results and despatch the Annual Report to the Shareholders not more than three months after 31 December 2012, that is, on or before 31 March 2013; (ii) the Company must publish the First Quarterly Results and despatch the First Quarterly Report to the Shareholders not more than 45 days after 31 March 2013, that is, on or before 15 May 2013; (iii) the Company must publish the Interim Results and despatch the Interim Report to the Shareholders not more than 45 days after 30 June 2013, that is, on or before 14 August 2013; and (iv) the Company must publish the Third Quarterly Results and despatch the Third Quarterly Report to the Shareholders not more than 45 days after 30 September 2013, that is, on or before 14 November 2013; (v) the Company must publish the Annual Results and despatch the Annual Report to the Shareholders not more than three months after 31 December 2013, that is, on or before 31 March 2014. The above delays constitute breaches of the GEM Listing Rules and the Stock Exchange reserves its rights to take appropriate action against the Company and its directors regarding the above breach of the GEM Listing Rules.

## (C) PROFIT WARNING

The Board of the Company wishes to inform the shareholders of the Company and potential investors that the Group's unaudited consolidated net results for the year ended 31 December 2013 is expected, similar to the year 2012, to suffer considerable losses when compared to that for the same period of 2011 audited consolidated profit.

The Board considers that such increase in unaudited consolidated net loss is primarily attributable to continued operation losses during the year ended December 2013 and the additional provisions of approximately HK\$98,946,340 made in the accounts of the Group for accrued interests and other related charges on judgments resulting from various court cases (the "**Court Cases**") in mainland China in which Foshan Ruifeng Petroleum and Chemical Fuel Company Limited, a wholly-owned subsidiary of the Company, together with other parties have been named as defendants. Total accrued interests including other related charges, and judgement debts principals in the aggregate amounts of HK\$272,477,341 and HK\$991,985,817 respectively, are fully provided for in the management accounts books of the Group as at 31 December 2013.

As the Company is still in the process of finalising (i) the audited final results of the Group for the year ended 31 December 2012; (ii) the first quarterly results of the Group for the three months ended 31 March 2013; (iii) the interim results of the Group for the six months ended 30 June 2013; (iv) the third quarterly results of the Group for the nine months ended 30 September 2013; (v) the audited final results of the Group for the year ended 31 December 2013 which are yet to be audited and finalized, the information contained in this announcement is only based on the preliminary assessment by the Company's management on the Group management accounts and is not based on any figures nor information that has been audited or reviewed by the Company's auditors. Details of the Group's performance will be disclosed as and when the results of the above periods are announced.

**As disclosed in the announcements of the Company dated 2 April 2013 and 25 September 2013, trading in its shares on the Stock Exchange was suspended with effect from 9:00 a.m. on 2 April 2013 until the resumption conditions of the Stock Exchange as stipulated in the 25 September 2013 announcement are satisfied. Trading of the shares of the Company will remain suspended until further notice.**

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

By Order of the Board  
**Ruifeng Petroleum Chemical Holdings Limited**  
**Chan Wai Lun, Anthony**  
*Chairman*

Hong Kong, 11 March 2014

*As at the date of this announcement, the executive Directors are Mr. Chan Wai Lun, Anthony (Chairman), Mr. Yue Wai Keung (Chief Executive Officer) and Mr. Guo Jingsheng; the non-executive Director is Mr. Chan Kwan Pak; and the independent non-executive Directors are Dr. Chen Tzyh-Trong, Dr. Lee Chung Mong and Mr. Chong Chi Wah.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM Website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of seven days from the day of its publication and on the website of the Company at [www.ruifengholdings.com](http://www.ruifengholdings.com).*