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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, 2013 ANNUAL, 2014 FIRST QUARTERLY
AND 2014 INTERIM RESULTS ANNOUNCEMENT AND REPORT,**

(B) DELAY IN 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 Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**GEM Listing Rules**”) 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, 2013 ANNUAL, 2014 FIRST QUARTERLY AND 2014 INTERIM 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 and 11 March 2014 (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 annual results (the “**2012 Annual Results**”) and despatch the annual report (the “**2012 Annual Report**”) for the year ended 31 December 2012 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 2012 Annual Results and 2012 Annual Report, which led to the delay in the publication of all subsequent results and reports, there will also be a delay in publication of the interim results (“**2014 Interim Results**”) and the interim report (“**2014 Interim Report**”) of the Company for the six months ended 30 June 2014. The Company will publish the 2014 Interim Results and despatch the 2014 Interim 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 2012 Annual Results up to the 2014 Interim Results and the corresponding report are yet to be determined. A notice of such board meeting(s) will be notified to the Stock Exchange and an announcement(s) will be published on the website of the Stock Exchange and that of the Company in due course.

Pursuant to the GEM Listing Rules, the Company must (i) publish its results (the “**2012 Annual Results**”) and despatch its report (the “**2012 Annual Report**”) for the year ended 31 December 2012 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 its first quarterly results (“**2013 First Quarterly Results**”) and despatch the first quarterly report (“**2013 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 its interim results (“**2013 Interim Results**”) and despatch its interim report (“**2013 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 its third quarterly report (“**2013 Third Quarterly Results**”) and despatch its third quarterly report (“**2013 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 its annual results (the “**2013 Annual Results**”) and despatch the annual report (the “**2013 Annual Report**”) for the year ended 31 December 2013 not more than three months after 31 December 2013, that is, on or before 31 March 2014: (vi) the Company must publish its results (the “**2014 First Quarterly Results**”) and despatch its report (the

“**2014 First Quarterly Report**”) for the three months ended 31 March 2014 to the Shareholders not more than 45 days after 31 March 2014, that is, on or before 15 May 2014; (vii) the Company must publish the 2014 Interim Results (“**2014 Interim Results**”) and despatch the 2014 Interim Report (“**2014 Interim Report**”) to the Shareholders not more than 45 days after 30 June 2014, that is, on or before 14 August 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 breaches of the GEM Listing Rules.

(C) PROFIT WARNING

The board of directors of the Company (the “**Board**”) wishes to inform the Shareholders and potential investors that the Group’s unaudited consolidated results for the 6 months ended 30 June 2014 is expected, similar to the year 2013, to suffer considerable losses. The Board considers that such continued losses were mainly caused by the low turnover, low gross profit margin and heavy financial interests on judgment debts.

These judgment debts relate to the various court cases on mainland China in which Foshan Ruifeng Petroleum and Chemical Fuel Company Ltd, a wholly-owned subsidiary of the Company, together with other parties, were named as defendants, where the Company acted as a guarantor for the debts involved. Total additional expenditure in interests and related charges for the six months ended 30 June 2014 amounted to approximately HK\$86,800,000 and HK\$303,000, respectively; have been provided for and reflected in the books of the Group as at 30 June 2014.

As the Company is still in the process of finalising (i) the 2012 Annual Results; (ii) the 2013 First Quarterly Results; (iii) the 2013 Interim Results; (iv) the 2013 Third Quarterly Results; (v) the 2013 Final Results; (vi) the 2014 First Quarterly Results; and (vii) the 2014 Interim Results, the information contained in this announcement is only based on the preliminary assessment by the Company’s management on the information currently available 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 years/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 conditions of the Stock Exchange as disclosed 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, 5 August 2014

As at the date of this announcement, the executive Directors are Mr. Chan Wai Lun, Anthony (Chairman) and Mr. Yue Wai Keung (Chief Executive Officer); 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 Dr. Lam Lee G.

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 for a minimum period of seven days from the day of its publication and on the website of the Company at www.ruifengholdings.com.