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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 2014 THIRD QUARTERLY RESULTS 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 2014 THIRD QUARTERLY RESULTS AND REPORT

Reference is made to the announcements of the Company dated 26 March 2013, 6 May 2013, 8 July 2013, 2 August 2013 and 17 October 2013, 11 March 2014 and 5 August 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 due to 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 2014 third quarterly results announcement (“**2014 Third Quarterly Results**”) and the 2014 third quarterly report (“**2014 Third Quarterly Report**”) of the Company for the nine months ended 30 September 2014. The Company will publish the 2014 Third Quarterly Results and dispatch the 2014 Third Quarterly Report as soon as practicable and further announcement(s) 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 and those up to the 2014 Third Quarterly Results and the corresponding reports 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 publish the 2014 Third Quarterly Results and dispatch the 2014 Third Quarterly Report to the Shareholders not more than 45 days after 30 September 2014, that is, on or before 14 November 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 nine months ended 30 September 2014 is expected, similar to the same period in 2013, to have 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 and loans.

These judgment debts relate to the various court cases in the Mainland China in which Foshan RuiFeng Petroleum and Chemical Fuel Company Ltd, a wholly-owned subsidiary of the Company (Please refer to the announcement of the Company dated 19 September 2014 on the deconsolidation of Foshan RuiFeng and its subsidiaries.), together with other parties, were named as defendants, whereby the Company acted as one of the guarantors for the debts involved. Total additional expenditure in interests and related charges for the nine months ended 30 September 2014 amounted to approximately HK\$132,530,000 and approximately HK\$303,000, respectively, have been provided for and reflected in the books of the Group as at 30 September 2014.

As the Company is still in the process of finalising the 2014 Third Quarterly 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, 7 November 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.