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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)**

## **EXPIRY OF THE LONG STOP DATE OF VERY SUBSTANTIAL ACQUISITION**

As certain conditions precedent to the New Share Purchase Agreement have not been satisfied or waived by 31 December 2012, the New Share Purchase Agreement was terminated and ceased to have any effect.

The Board considers that the termination of the New Share Purchase Agreement will not have any material adverse impact on the existing business of the Group.

Reference is made to the announcement of Ruifeng Petroleum Chemical Holdings Limited (the “**Company**”) dated 22 July 2011, the circular of the Company dated 25 September 2011 (the “**Circular**”) and the extension announcements of the Company dated 28 October 2011, 28 November 2011, 31 January 2012, 30 March 2012, 29 June 2012 and 28 September 2012 respectively, in relation to the very substantial acquisition of 70% of the equity interest in Zhoushan Boke Power Co. Ltd. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, unless the context otherwise requires.

As certain conditions precedent to the New Share Purchase Agreement have not been satisfied or waived by 31 December 2012, the New Share Purchase Agreement was terminated and ceased to have any effect and neither party thereto shall have any obligations and liabilities towards each other thereunder. Upon termination of the New Share Purchase Agreement, arrangements will be made for the offset of the deposit in the amount of RMB9,000,000 (equivalent to approximately HK\$10,800,000) paid by Suida to the Vendor pursuant to the New Share Purchase Agreement against the debt owing by the Group to Boke in the principal amount of RMB9,000,000 (equivalent to approximately HK\$10,800,000).

The Board considers that the termination of the New Share Purchase Agreement will not have any material adverse impact on the existing business of the Group.

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

Hong Kong, 31 December 2012

*As at the date of this announcement, the executive Directors are Mr. Chan Wai Lun Anthony (Chairman), Mr. Yue Wai Keung (CEO) and Mr. Guo Jing Sheng; 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. Li Wing Sum, Steven.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, 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).*

*For the purpose of this announcement, translation of RMB into HK\$ is made at the rate of HK\$1.20 to RMB1.00 for illustration only.*