

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中海石油化学股份有限公司
China BlueChemical Ltd.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3983)

ANNOUNCEMENT

DISCLOSEABLE TRANSACTION SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCT

INTRODUCTION

THE BOC STRUCTURED DEPOSIT AGREEMENTS

We refer to the Announcements in relation to, among other things, the subscription for structured deposit products of BOC by the Group. As disclosed in the Announcements, on 16 May 2023, the Company entered into the BOC Structured Deposit Agreement No. 4 with BOC Hainan Branch to subscribe for the structured deposit product of RMB800 million, using self-owned funds of the Company; on 20 July 2023, the Company entered into the BOC Structured Deposit Agreement No. 5 with BOC Hainan Branch to subscribe for the structured deposit product of RMB400 million, using self-owned funds of the Company; on 3 August 2023, the Company entered into the BOC Structured Deposit Agreement No. 6 with BOC Hainan Branch to subscribe for the structured deposit product of RMB300 million, using self-owned funds of the Company; on 3 August 2023, CNOOC Jiantao entered into the BOC Structured Deposit Agreement No. 7 with BOC Hainan Branch to subscribe for the structured deposit product of RMB150 million, using its self-owned funds; and on 28 August 2023, the Company entered into the BOC Structured Deposit Agreement No. 8 with BOC Hainan Branch to subscribe for the structured deposit product of RMB200 million, using self-owned funds of the Company. The total amount subscribed under the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7 and the BOC Structured Deposit Agreement No. 8 is RMB1,850 million.

On 5 January 2024, the Company entered into the BOC Structured Deposit Agreement No. 9 with BOC Hainan Branch. Pursuant to the BOC Structured Deposit Agreement No. 9, the Company agreed to subscribe for the structured deposit product of RMB100 million, using self-owned funds of the Company.

HONG KONG LISTING RULES IMPLICATIONS

As (i) the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7, the BOC Structured Deposit Agreement No. 8 and the BOC Structured Deposit Agreement No. 9 were entered into between the Company or CNOOC Jiantao, a subsidiary of the Company, and branch of BOC; and (ii) when entering into the BOC Structured Deposit Agreement No. 9, the structured deposits under the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7 and the BOC Structured Deposit Agreement No. 8 remain outstanding, pursuant to Rule 14.22 of the Hong Kong Listing Rules, these transactions shall be aggregated. Pursuant to the Hong Kong Listing Rules, as one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Hong Kong Listing Rules) of the aggregated transaction amounts of the BOC Structured Deposit Agreements exceeds 5% but all of the ratios are below 25%, such transactions constitute discloseable transactions of the Company and shall be subject to the notification and announcement requirements but exempt from the shareholders' approval requirement under the Hong Kong Listing Rules.

BACKGROUND

We refer to the Announcements in relation to, among other things, the subscription for structured deposit products of BOC by the Group. As disclosed in the Announcements, on 16 May 2023, the Company entered into the BOC Structured Deposit Agreement No. 4 with BOC Hainan Branch to subscribe for the structured deposit product of RMB800 million, using self-owned funds of the Company; on 20 July 2023, the Company entered into the BOC Structured Deposit Agreement No. 5 with BOC Hainan Branch to subscribe for the structured deposit product of RMB400 million, using self-owned funds of the Company; on 3 August 2023, the Company entered into the BOC Structured Deposit Agreement No. 6 with BOC Hainan Branch to subscribe for the structured deposit product of RMB300 million, using self-owned funds of the Company; on 3 August 2023, CNOOC Jiantao entered into the BOC Structured Deposit Agreement No. 7 with BOC Hainan Branch to subscribe for the structured deposit product of RMB150 million, using its self-owned funds; and on 28 August 2023, the Company entered into the BOC Structured Deposit Agreement No. 8 with BOC Hainan Branch to subscribe for the structured deposit product of RMB200 million, using self-owned funds of the Company. The total amount subscribed under the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7 and the BOC Structured Deposit Agreement No. 8 is RMB1,850 million.

On 5 January 2024, the Company entered into the BOC Structured Deposit Agreement No. 9 with BOC Hainan Branch. Pursuant to the BOC Structured Deposit Agreement No. 9, the Company agreed to subscribe for the structured deposit product of RMB100 million, using self-owned funds of the Company.

THE BOC STRUCTURED DEPOSIT AGREEMENT NO. 9

Parties:	The Company; BOC Hainan Branch To the best of Directors' knowledge, information and belief after making all reasonable enquiries, BOC and its ultimate beneficial owner are third parties independent of the Group and its connected persons
Date:	5 January 2024
Product name:	掛鈎型結構性存款 (機構客戶) (Linked Structured Deposit (institutional clients))*
Purchase amount:	RMB100 million
Term of product:	301 days (8 January 2024 to 4 November 2024)
Type of investment return:	principal and minimum return guaranteed
Risk level of product (internal risk rating by the bank):	low risk
Range of annualized return rate expected by the Company:	1.50%-3.19%
Right of early termination or redemption:	The Company has no right of early termination or redemption

REASONS AND BENEFITS

Using temporary idle funds reasonably and effectively will enhance the capital gain of the Company, which is consistent with the core objectives of the Company to ensure capital safety and liquidity and meet the capital needs of the Group's daily operations and dividend payment, etc. The risk associated with subscription of structured deposit products is low, while the Company can enjoy a relatively higher return from investments in structural deposit products after comparing quotes from different banks.

The Directors consider that the terms and the transactions contemplated under the BOC Structured Deposit Agreements are fair and reasonable, on normal commercial terms, and are in the interests of the Company and its shareholders as a whole.

INFORMATION OF THE PARTIES INVOLVED

The Company mainly engages in the developments, production and sale of fertilisers (including urea, phosphate and compound fertilisers) and chemical products (primarily methanol and acrylonitrile).

BOC is a large commercial bank in the PRC. BOC Hainan Branch is a branch of BOC.

HONG KONG LISTING RULES IMPLICATIONS

As (i) the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7, the BOC Structured Deposit Agreement No. 8 and the BOC Structured Deposit Agreement No. 9 were entered into between the Company or CNOOC Jiantao, a subsidiary of the Company, and branch of BOC; and (ii) when entering into the BOC Structured Deposit Agreement No. 9, the structured deposits under the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7 and the BOC Structured Deposit Agreement No. 8 remain outstanding, pursuant to Rule 14.22 of the Hong Kong Listing Rules, these transactions shall be aggregated. Pursuant to the Hong Kong Listing Rules, as one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Hong Kong Listing Rules) of the aggregated transaction amounts of the BOC Structured Deposit Agreements exceeds 5% but all of the ratios are below 25%, such transactions constitute discloseable transactions of the Company and shall be subject to the notification and announcement requirements but exempt from the shareholders' approval requirement under the Hong Kong Listing Rules.

DEFINITIONS

Unless the context otherwise requires, the following expressions shall have the following meanings:

“Announcements”	the announcements of the Company dated 16 May 2023, 20 July 2023, 3 August 2023 and 28 August 2023 in relation to, among other things, the subscription of structured deposit products by the Company under the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6 and the BOC Structured Deposit Agreement No. 8, respectively and the subscription of structured deposit product by CNOOC Jiantao under the BOC Structured Deposit Agreement No. 7
“Board”	the board of Directors
“BOC”	中國銀行股份有限公司(Bank of China Limited*), a joint stock company incorporated in the PRC with limited liability and a licensed bank in the PRC, the H shares of which are listed on the Stock Exchange (stock code: 3988)
“BOC Structured Deposit Agreement No. 4”	the BOC structured deposit agreement entered into between the Company and BOC Hainan Branch on 16 May 2023
“BOC Structured Deposit Agreement No. 5”	the BOC structured deposit agreement entered into between the Company and BOC Hainan Branch on 20 July 2023
“BOC Structured Deposit Agreement No. 6”	the BOC structured deposit agreement entered into between the Company and BOC Hainan Branch on 3 August 2023
“BOC Structured Deposit Agreement No. 7”	the BOC structured deposit agreement entered into between CNOOC Jiantao and BOC Hainan Branch on 3 August 2023
“BOC Structured Deposit Agreement No. 8”	the BOC structured deposit agreement entered into between the Company and BOC Hainan Branch on 28 August 2023
“BOC Structured Deposit Agreement No. 9”	the BOC structured deposit agreement entered into between the Company and BOC Hainan Branch on 5 January 2024
“BOC Structured Deposit Agreements”	the BOC Structured Deposit Agreement No. 4, the BOC Structured Deposit Agreement No. 5, the BOC Structured Deposit Agreement No. 6, the BOC Structured Deposit Agreement No. 7, the BOC Structured Deposit Agreement No. 8 and the BOC Structured Deposit Agreement No. 9

“CNOOC Jiantao”	中海石油建滔化工有限公司(CNOOC Kingboard Chemical Limited*), a company established in the PRC and the equity interest of which is owned as to 60% by the Company and 40% by 建滔投資有限公司 (Kingboard Investments Limited*)
“Company”	中海石油化學股份有限公司(China BlueChemical Ltd.*), a company incorporated in the PRC, the H shares of which are listed on the Stock Exchange (stock code: 3983)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board
China BlueChemical Ltd.*
Kuang Xiaobing
Company Secretary

Beijing, the PRC
5 January 2024

As at the date of this announcement, the executive directors of the Company are Mr. Hou Xiaofeng and Mr. Li Ruiqing, the non-executive directors of the Company are Ms. Shao Lihua and Mr. Yang Dongzhao, and the independent non-executive directors of the Company are Mr. Yu Changchun, Mr. Lin Feng and Mr. Xie Dong.

* *For identification purpose only*