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**HUARUI FENGQUAN  
DEVELOPMENT LIMITED**

*(incorporated in Hong Kong with limited liability)*



**中糧  
COFCO**  
自然之源 重塑你我



**CPMC HOLDINGS LIMITED**

**中糧包裝控股有限公司**

*(incorporated in Hong Kong with limited liability)*

**(Stock code: 906)**

**DELAY IN DESPATCH OF THE HUARUI OFFER DOCUMENT  
IN RELATION TO THE PRE-CONDITIONAL VOLUNTARY GENERAL  
CASH OFFER BY CHINA SECURITIES (INTERNATIONAL)  
CORPORATE FINANCE COMPANY LIMITED ON BEHALF OF  
HUARUI FENGQUAN DEVELOPMENT LIMITED TO ACQUIRE ALL  
OF THE ISSUED SHARES IN THE COMPANY (OTHER THAN THOSE  
ALREADY OWNED BY OR AGREED TO BE ACQUIRED BY HUARUI  
FENGQUAN DEVELOPMENT LIMITED AND PARTIES ACTING IN  
CONCERT WITH IT)**

**Financial adviser to Huarui**



**中信建投國際**  
CHINA SECURITIES INTERNATIONAL

Reference is made to the announcement dated 7 June 2024 (the “**3.5 Announcement**”) and the clarification announcement dated 11 June 2024 in relation to the 3.5 Announcement jointly issued by Huarui Fengquan Development Limited (“**Huarui**”) and CPMC Holdings Limited (the “**Company**”) in relation to, among other things, the pre-conditional voluntary general cash offer by China Securities (International) Corporate Finance Company Limited on behalf of Huarui to acquire all of the issued shares in the Company (other than those already owned by or agreed to be acquired by Huarui and parties acting in concert with it). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the 3.5 Announcement.

## **DELAY IN DESPATCH OF THE HUARUI OFFER DOCUMENT**

Pursuant to Rule 8.2 of the Takeovers Code, unless the Executive’s consent is obtained, Huarui is required to despatch the offer document to the Shareholders within 21 days of the date of the 3.5 Announcement, i.e. on or before 28 June 2024.

As disclosed in the 3.5 Announcement, the making of the Huarui Offer is subject to the satisfaction of the Pre-Conditions, being:

- (a) (1) the filing, registration or approval, as applicable, with or by (i) NDRC, (ii) MOFCOM and (iii) SAFE in relation to the Huarui Offer having been completed and/or obtained (where applicable) pursuant to the provisions of relevant laws and regulations in the PRC; and (2) the Shenzhen Stock Exchange having expressed that it has no further comment on the responses to its enquiry in respect of the material asset restructuring report (which will be published by Huarui Parent on the Shenzhen Stock Exchange pursuant to the MAR Measures, as the Huarui Offer will constitute a MAR of Huarui Parent, whose shares are listed on the Shenzhen Stock Exchange);
- (b) approval by the shareholders of Huarui Parent of the Huarui Offer and the transactions contemplated under the Huarui Offer which is conditional on the approval by the shareholders of Huarui Parent of the loans and guarantee proposed for the financing of the Huarui Offer at the general meeting of Huarui Parent as required under the laws, regulations and regulatory requirements of the CSRC and the Shenzhen Stock Exchange; and
- (c) the merger control filing in respect of the Huarui Offer having been approved by SAMR, which shall be without condition or with conditions that are not materially adverse to Huarui, and (if required) the filing with Commerce Commission of New Zealand having been completed in connection with the Huarui Offer.

As the above Pre-Conditions are not expected to be satisfied within 21 days of the date of the 3.5 Announcement, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for the Executive's consent to extend the latest date of despatch of the Huarui Offer Document to a date within seven days after the satisfaction of the Pre-Conditions or 13 January 2025 (being seven days after the Pre-Conditions Long Stop Date), whichever is earlier. The Executive has indicated that it is minded to grant such consent.

By order of the board of directors of  
**Huarui Fengquan Development Limited**  
**Mr. Zhou Yuan**  
*Director*

By order of the Board of  
**CPMC Holdings Limited**  
**Zhang Ye**  
*Chairman and Executive Director*

Hong Kong, 28 June 2024

*As at the date of this joint announcement, the chairman of the Board and executive Director is Mr. Zhang Ye, the executive Director is Mr. Qu Hongliang, the non-executive Directors are Dr. Zhao Wei, Messrs. Meng Fanjie, Zhou Yuan and Shen Tao, and the independent non-executive Directors are Messrs. Cheng Yuk Wo, Pun Tit Shan and Chen Jihua.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than any information relating to Huarui and/or parties acting in concert with it) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Huarui and the directors of Huarui Parent) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of Huarui are Mr. Zhou Yuan, Mr. Shen Tao, and Mr. Gao Libing. The directors of Huarui jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Group), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and that there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of Huarui Parent are Mr. Zhou Yunjie, Mr. Zhou Yuan, Mr. Shen Tao, Mr. Qin Feng, Ms. Tong Fangyan, Mr. Zhou Yunhai, Mr. Xu Wencai, Mr. Zhang Lishang and Mr. Zhou Bo.*

*The directors of Huarui Parent jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.*