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# SHENGLI OIL & GAS PIPE HOLDINGS LIMITED
# 勝利油氣管道控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1080)**

## VOLUNTARY ANNOUNCEMENT
## COMMENCEMENT OF PUBLIC TENDER PROCESS IN RELATION TO POTENTIAL DISPOSAL OF EQUITY INTEREST IN THE TARGET COMPANY

This announcement is made by Shengli Oil & Gas Pipe Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis.

## I. THE POTENTIAL DISPOSAL

Reference is made to the announcement of the Company dated 11 August 2025 (the "**Announcement**") in relation to the Potential Disposal through Public Tender. Unless otherwise stated, terms defined herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the Group intends to dispose of the 98% equity interests held by Shandong Shengli in the Target Company (the "**Potential Disposal**") by way of a public tender process (the "**Public Tender**") to be carried out via the Shanghai United Assets and Equity Exchange (上海聯合產權交易所有限公司) (the "**Shanghai UAEE**"). As a further development, considering the time required for the internal review requirements and procedures of the Shanghai UAEE, the Group has decided to conduct the Public Tender through the Southern United Assets and Equity Exchange* (南方聯合產權交易中心) (the "**Southern UAEE**") instead.

## II. COMMENCEMENT OF THE PUBLIC TENDER FOR THE POTENTIAL DISPOSAL

The Board wishes to announce that a tender notice relating to the Potential Disposal has been published on the website of the Southern UAEE on the date of this announcement. Interested parties may apply to the Southern UAEE for registration as potential purchasers of the Target Company. Subsequent to the registration period, a shortlist of potential purchasers will be selected as qualified bidders. These qualified bidders will then be invited to participate in an online bidding process. Upon the closure of the online bidding process, the successful bidder will be determined as the qualified bidder who has submitted the highest bidding price. For further information relating to the Potential Disposal, selection process for qualified bidders and detailed procedures of the Public Tender, please refer to the website of the Southern UAEE (http://www.csuaee.com.cn).

## III. CONSIDERATION OF THE POTENTIAL DISPOSAL AND POTENTIAL FINANCIAL EFFECT

As disclosed in the Announcement, the Minimum Bidding Price for the Potential Disposal is RMB29.50 million. The final consideration of the Potential Disposal will depend on the final bidding price, and in any event, not be lower than the Minimum Bidding Price. As the final gain/loss arising from the Potential Disposal depends on the final bidding price offered by the successful bidder which can only be ascertained upon successful conclusion of the Public Tender, the financial impact of the Potential Disposal can yet be determined. For illustrative purpose, assuming the Potential Disposal proceeds at the Minimum Bidding Price of RMB29.50 million, the Group is expected to record a gain on disposal of a subsidiary of approximately RMB14,000 recognised in the consolidated statement of profit or loss and a decrease in fair value of Equity investment — Designated FVOCI of approximately RMB14,272,000 recognised in consolidated statement of other comprehensive income during the six months ended 30 June 2025.

Upon successful completion of each of the Public Tender, Shandong Shengli, being the seller of the Target Company, is expected to enter into a definitive equity sale and purchase agreement with the successful bidder, if any.

## IV. LISTING RULES IMPLICATIONS

Using the Minimum Bidding Price as the basis of calculation, the highest applicable percentage ratio (as defined under Rule 14.07 of the Listing Rules) in respect of the Potential Disposal is expected to be more than 5% but less than 25%. Therefore, the Potential Disposal, if materialised, may constitute a discloseable transaction of the Company and may be subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

An announcement in respect of such discloseable transaction will be issued by the Company in compliance with the Listing Rules following the successful conclusion of the Public Tender and the entering of definitive agreement(s) with the transferee for the Potential Disposal.

**As the Potential Disposal may or may not proceed, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board
**Shengli Oil & Gas Pipe Holdings Limited**
**Zhang Bizhuang**
*Executive Director and Chief Executive Officer*

Zibo, Shandong, 27 August 2025

*As at the date of this announcement, the Directors of the Company are:*

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|---|---|
| *Executive Directors:* | *Mr. Wei Jun, Mr. Zhang Bizhuang, Mr. Wang Kunxian and Ms. Han Aizhi* |
| *Non-executive Director:* | *Mr. Huang Xingwang* |
| *Independent non-executive Directors:* | *Mr. Chen Junzhu, Mr. Qi Defu and Mr. Qiao Jianmin* |

* *For identification purpose only*