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## **STRONG PETROCHEMICAL HOLDINGS LIMITED**

**海峡石油化工有限公司\***

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

**(Stock Code: 852)**

### **ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by Strong Petrochemical Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”) and Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the announcement of the Company dated 18 December 2025, in relation to the winding-up and appointment of joint liquidators (the “**Liquidators**”) of Forever Winner International Ltd. (“**FWI**”), the controlling shareholder of the Company which holds 1,041,746,000 ordinary shares (the “**Shares**”) of the Company, accounting for approximately 49.06% of the total issued share capital of the Company.

The Company was informed by the Liquidators of FWI that the Liquidators have sent out an invitation for expression of interest looking for potential purchasers of the Shares on 16 February 2026. If the disposal of the Shares by FWI (the “**Potential Transaction**”) materializes, it may trigger a mandatory general offer under Rule 26.1 of the Takeovers Code.

### **COMMENCEMENT OF THE OFFER PERIOD**

Pursuant to Practice Note 24 of the Takeovers Code, an offer period will not commence upon the appointment of a receiver or liquidator even if this may result in a possible change of control unless the receiver or liquidator indicates that: (i) it is actively looking for a potential purchaser for the controlling stake; or (ii) it is already in discussion with a potential purchaser over the controlling stake. For the purpose of Practice Note 24 of the Takeovers Code and based on the fact that the Liquidators are currently actively looking a potential purchaser for the controlling stake of the Company as informed by the Liquidators, the offer period commenced on the date of this announcement, being 25 February 2026.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on Tuesday, 31 December 2024 and will remain suspended until fulfilment of the resumption guidance (the “**Resumption Guidance**”) issued by the Stock Exchange to the Company dated 4 March 2025 which was disclosed in the announcement of the Company dated 11 March 2025. The Company will continue to keep the shareholders (the “**Shareholders**”) and potential investors of the Company abreast of any relevant material developments by making further announcement(s) as and when appropriate in accordance with the requirements under the Listing Rules and the SFO, as well as announce quarterly updates pursuant to Rule 13.24A of the Listing Rules. The Company will continue to work closely with its professional advisers and proactively take all necessary and appropriate steps to comply with the Resumption Guidance, with the aim to resuming trading in its shares on the Stock Exchange as soon as practicable.

## **MONTHLY UPDATE**

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) setting out the progress of the Potential Transaction will be made until an announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company and/or the Liquidators as and when appropriate or required in accordance with the Listing Rules or the Takeovers Code (as the case may be).

## **RELEVANT SECURITIES OF THE COMPANY**

Pursuant to Rule 3.8 of the Takeovers Code, as at the date of this announcement, the Company has a total of 2,123,364,090 ordinary shares in issue. Save as disclosed above, the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date of this announcement.

## **DISCLOSURE OF DEALINGS**

As required under Rule 3.8 of the Takeovers Code, associates (as defined in the Takeovers Code) of the Company (including a person who owns or controls 5% or more of any class of relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company) are reminded to disclose their dealings in any securities of the Company pursuant to the requirements of the Takeovers Code.

For this purpose, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw*

*attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7-day period is less than HK\$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

“Executive” referred to above has the meaning ascribed to it under the Takeovers Code.

**WARNING: Shareholders and potential investors of the Company shall be aware that there is no assurance that the Potential Transaction will materialized or a mandatory general offer under Rule 26.1 of the Takeovers Code will be triggered. Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).**

By order of the Board  
**STRONG PETROCHEMICAL HOLDINGS LIMITED**  
**Wang Qihong**  
Chairman

Hong Kong, 25 February 2026

*As at the date of this announcement, the Board comprises two executive directors, one non-executive director and three independent non-executive directors. The executive directors of the Company are Dr. Wang Pang Paul and Mr. Cao Xinzhong. The non-executive director of the Company is Mr. Wang Jian Sheng. The independent non-executive directors of the Company are Mr. Wang Qihong, Dr. Lu Guoyang and Ms. Tam Yuk Yu.*

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

\* For identification purposes only