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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)

**MONTHLY UPDATE ON 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

References are made to (i) 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); and (ii) the announcement dated 28 June 2024 in relation to the delay in despatch of the Huarui Offer Document. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the 3.5 Announcement.

PRE-CONDITIONS OF THE HUARUI OFFER

As disclosed in the 3.5 Announcement, the making of the Huarui Offer is subject to the satisfaction of the Pre-Conditions by the Pre-Conditions Long Stop Date. As at the date of this joint announcement, the approval by the shareholders of Huarui Parent of the loans and guarantee proposed for the financing of the Huarui Offer has been obtained on 24 June 2024. Huarui is in the process to obtain the remaining approvals for the satisfaction of the Pre-Conditions.

Huarui has already made merger control filing in respect of the Huarui Offer to SAMR and the filing is currently under review by the SAMR. It was noted that Champion has obtained antitrust clearance from SAMR in connection with the Champion Offer. As advised by the PRC legal adviser to Huarui, the approval from SAMR in connection with the Champion Offer shall not affect the progress on the antitrust clearance from SAMR in respect of the Huarui Offer under the PRC Anti-monopoly Law.

In addition to the above, Huarui has already made relevant applications to NDRC and the local authority of MOFCOM in connection with the Huarui Offer. The relevant applications are currently under review by NDRC and the local authority of MOFCOM.

Save as disclosed above, there are no further updates on the fulfilment of the Pre-Conditions. Huarui will continue to work towards the satisfaction of the Pre-Conditions.

Further announcement(s) will be made by Huarui on the latest status of the Huarui Offer and the timing of despatch of the Huarui Offer Document as and when appropriate.

WARNING: The Pre-Conditions must be satisfied before the making of the Huarui Offer. The making of the Huarui Offer is therefore a possibility only and all references to the Huarui Offer in this joint announcement are references to the possible offer which will be implemented if and only if the Pre-Conditions are satisfied. Shareholders and potential investors of the Company should note that there is no assurance that the Huarui Offer will proceed. The Huarui Offer may or may not become unconditional and will lapse if it does not become unconditional. Huarui will publish announcement(s) to update the status of the Huarui Offer as and when appropriate. Shareholders and potential investors of the Company are therefore advised to 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 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, 29 July 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.