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YUHUA ENERGY HOLDINGS LIMITED

裕華能源控股有限公司

(formerly known as Shinhint Acoustic Link Holdings Limited 成謙聲匯控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2728)

VOLUNTARY ANNOUNCEMENT FRAMEWORK AGREEMENTS

This announcement is made by Yuhua Energy Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

SHANGHAI BEI XIN FRAMEWORK AGREEMENT

On 18 December 2015, Qianhai Yuhua Energy (Shenzhen) Company Limited* (前海裕華能源(深圳)有限公司) (“**Qianhai Yuhua**”) (as vendor), an indirect wholly-owned subsidiary of the Company, entered into a fuel oil purchase framework agreement with Shanghai Bei Xin Oil Company Limited* (上海北欣石油有限公司) (“**Shanghai Bei Xin**”) (as purchaser) (the “**Shanghai Bei Xin Framework Agreement**”), pursuant to which Shanghai Bei Xin agreed to purchase fuel oil and other oil products in the preliminary target amount of 20,000 tonnes per month from Qianhai Yuhua for a period of one year commencing from the date of the Shanghai Bei Xin Framework Agreement, provided that the terms offered by Qianhai Yuhua to Shanghai Bei Xin are similar to or more favourable than the terms offered by third parties. The purchase price shall be determined with reference to the prevailing market price of fuel oil at the time of purchase and subject to the negotiation between the parties.

FUJIAN JI YUAN FRAMEWORK AGREEMENT

On 18 December 2015, Yuhua Energy (Xiamen) Company Limited* (裕華能源(廈門)有限公司) (“**Xiamen Yuhua**”) (as vendor), an indirect wholly-owned subsidiary of the Company, entered into a fuel oil purchase framework agreement with Fujian Ji Yuan Logistics Company Limited* (福建吉源物流有限公司) (“**Fujian Ji Yuan**”) (as purchaser) (the “**Fujian Ji Yuan Framework Agreement**”), pursuant to which Fujian Ji Yuan agreed to purchase fuel oil in the preliminary target amount of 30,000 tonnes per month from Xiamen Yuhua for a period of one year commencing from the date of the Fujian Ji Yuan Framework Agreement, provided that the terms offered by Xiamen Yuhua to Fujian Ji Yuan are similar to or more favourable than the terms offered by third parties. The purchase price shall be determined with reference to the prevailing market price of fuel oil at the time of purchase and subject to the negotiation between the parties.

SHANGHAI CHUAN RUN FRAMEWORK AGREEMENT

On 18 December 2015, Fuhua (Fujian) Energy Company Limited* (富華(福建)能源有限公司) (“**Fuhua Fujian**”) (as vendor), an indirect wholly-owned subsidiary of the Company, entered into a fuel oil purchase framework agreement with Shanghai Chuan Run Supply Chain Management Company Limited* (上海川潤供應鏈管理有限公司) (“**Shanghai Chuan Run**”) (as purchaser) (the “**Shanghai Chuan Run Framework Agreement**”, together with the Shanghai Bei Xin Framework Agreement and Fujian Ji Yuan Framework Agreement, the “**Framework Agreements**”), pursuant to which Shanghai Chuan Run agreed to purchase fuel oil in the preliminary target amount of 30,000 tonnes per month from Fuhua Fujian for a period of one year commencing from the date of the Shanghai Chuan Run Framework Agreement, provided that the terms offered by Fuhua Fujian to Shanghai Chuan Run are similar to or more favourable than the terms offered by third parties. The purchase price shall be determined with reference to the prevailing market price of fuel oil at the time of purchase and subject to the negotiation between the parties.

REASONS FOR AND BENEFITS OF THE FRAMEWORK AGREEMENTS

The Group is principally engaged in, among others, trading of energy products including but not limited to fuel oil, oil, natural gas, biodiesel and chemical products (the “**Energy Trading Business**”).

The board (the “**board**”) of directors (the “**Directors**”) of the Company is of the view that the entering into of the Framework Agreements provides a framework of cooperation between the Group and the respective purchasers on the sale of fuel oil in 2016. The Board considers that the Framework Agreements will facilitate the future Energy Trading Business, which will be beneficial to the Group and the shareholders of the Company as a whole.

The terms of cooperation contemplated under the Framework Agreements are subject to the terms of any definitive agreements/orders which the parties may subsequently enter into from time to time.

GENERAL

To the best of the knowledge, information and belief of the Directors having made all reasonable enquires, each of Shanghai Bei Xin, Fujian Ji Yuan, Shanghai Chuan Run and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The Framework Agreements and the transactions contemplated thereunder do not constitute connected transaction of the Company under Chapter 14A of the Listing Rules.

The Framework Agreements and the transactions contemplated thereunder are of revenue in nature and in the ordinary and usual course of business of the Company and therefore do not fall within the scope of “transaction” under Chapter 14 of the Listing Rules.

By order of the Board
Yuhua Energy Holdings Limited
Lin Caihuo
Chairman

Hong Kong, 18 December 2015

As at the date of this announcement, the Company has two executive Directors, namely Mr. Lin Caihuo (Chairman) and Mr. Wang Enguang and three independent non-executive Directors, namely Mr. Liu Yang, Mr. Lum Pak Sum and Mr. Zhang Jiping.

* *For identification purpose only*