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SINOFERT HOLDINGS LIMITED

中化化肥控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 297)

ANNOUNCEMENT IN RELATION TO PUBLIC FLOAT

The Board announced that the public float of the Company has fallen below 25% of the total issued share capital of the Company.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

The board of directors (the “**Board**”) of Sinofert Holdings Limited (the “**Company**”) announced that, as at the date of this announcement, the public float of the Company is approximately 24.91%, which has fallen below 25% of the total issued share capital of the Company held by the public (the “**Minimum Prescribed Percentage**”) as prescribed by Rule 8.08(1)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

To the best knowledge, information and belief of the directors of the Company (the “**Directors**”), as at the date of this announcement, the Company’s shareholding structure is as follows:

Shareholders	Number of shares of the Company	Approximate percentage of the total issued share capital of the Company
Substantial shareholders		
Sinochem Hong Kong (Group) Company Limited	3,698,660,874	52.6541%
PCS (Barbados) Investment Company Limited	1,563,312,141	22.2553%
Directors		
Mr. Harry YANG	1,000,600	0.0142%
Mr. LU Xin	6,500,000	0.0925%
Mr. TSE Hau Yin, Aloysius	5,048,000	0.0719%
Subtotal	5,274,521,615	75.0880%
Public shareholders	1,749,934,118	24.9120%
Total	7,024,455,733	100%

In order to demonstrate their confidence in the Company's prospect and their supports as Directors towards the Company's continuous development, the Directors listed above purchased a total of 12,958,000 shares of the Company during the period from 31 August to 21 December 2018, representing approximately 0.18% of the total issued share capital of the Company. As Directors are core connected persons of the Company, the shares held by them would not be counted towards the public float of the Company. Following such purchases, the aggregate shareholding interest of the substantial shareholders of the Company and the Directors is approximately 75.09%, and thus only approximately 24.91% of the shares of the Company are held by the public, which is below the Minimum Prescribed Percentage.

The public float of the Company fell below the Minimum Prescribed Percentage from 6 September 2018 when one of the above purchases was made on the same day, and the Company became aware of the insufficiency of its public float on 31 December 2018 when it received certain enquiries from a Director.

The Company has been exploring different measures to restore its public float to the Minimum Prescribed Percentage, including discussions with its core connected persons in respect of the public float issue. On 3 January 2019, one of the Directors sold 410,000 shares of the Company with a view to assist the Company to restore its public float as soon as possible. The Company will make further announcement(s) when a concrete proposal for the restoration of public float is determined, and will closely monitor its public float percentage to avoid any occurrence of similar incidents in the future.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

For and on behalf of the Board of
Sinofert Holdings Limited
Qin Hengde
Executive Director and Chief Executive Officer

Hong Kong, 3 January 2019

As at the date of this announcement, the executive directors of the Company are Mr. Qin Hengde (Chief Executive Officer) and Mr. Harry Yang; the non-executive directors of the Company are Mr. Zhang Wei (Chairman) and Mr. Yang Lin; and the independent non-executive directors of the Company are Mr. Ko Ming Tung, Edward, Mr. Lu Xin and Mr. Tse Hau Yin, Aloysius.

* *For identification purposes only*