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**新奥能源控股有限公司**  
**ENN Energy Holdings Limited**

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

*(Stock Code: 2688)*

*(website: [www.ennenergy.com](http://www.ennenergy.com))*

**OFFER TO PURCHASE FOR CASH**

**OF UP TO US\$349,457,000 IN PRINCIPAL AMOUNT OF**

**US\$750,000,000 6.00% SENIOR NOTES DUE 2021 (THE “NOTES”)**

- (i) RESULTS OF THE TENDER OFFER AS OF THE EXPIRATION DATE**  
**(ii) EXPECTED SETTLEMENT DATE**

The Company made an offer to purchase the Notes for cash of up to the Tender Cap (as increased by the Company) under a modified Dutch auction procedure. The Tender Offer commenced on 14 November 2016 and expired at 11:59 p.m., New York City time, on 12 December 2016 (the “**Expiration Date**”).

As of the Expiration Date, US\$396,901,000 in principal amount of the Notes had been tendered and not been withdrawn pursuant to the Tender Offer. The Company hereby announces that it has accepted for purchase US\$349,457,000 in principal amount of the Notes (i.e., in the amount of the increased Tender Cap) that were validly tendered by the

Early Participation Date for the Total Consideration of US\$1,117.42 per US\$1,000 principal amount of Notes. The settlement of the Tender Offer is expected to take place on or about 16 December 2016.
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This announcement is made by the Company pursuant to the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Listing Rules.

References are made to the announcement of the Company dated 15 November 2016 in relation to the commencement of the Tender Offer and the announcement of the Company dated 29 November 2016 in relation to, among other things, the results of the Tender Offer as of the Early Participation Date (collectively, the “**Announcements**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

## **RESULTS**

The Tender Offer expired at 11:59 p.m., New York City time, on 12 December 2016.

As of the Expiration Date, US\$396,901,000 in principal amount of the Notes had been tendered and not been withdrawn. The Company hereby announces that it has accepted for purchase US\$349,457,000 in principal amount of the Notes (i.e., in the amount of the increased Tender Cap) that were validly tendered by the Early Participation Date for the Total Consideration of US\$1,117.42 per US\$1,000 principal amount of Notes. Since the Tender Offer was oversubscribed with regards to the increased Tender Cap as of the Early Participation Date, no Notes tendered after the Early Participation Date were accepted.

## **EXPECTED SETTLEMENT DATE**

The settlement of the Tender Offer is expected to take place on or about 16 December 2016, at which time Holders whose Notes were validly tendered and accepted for purchase by the Company will receive the Total Consideration plus the Accrued Interest.

After the settlement of the Tender Offer, all of the Notes validly tendered and accepted for purchase by the Company during this Tender Offer, and the total of US\$35,000,000 in principal amount of Notes purchased by the Company via open markets prior to the Tender Offer will be retired and cancelled and will no longer remain outstanding. After the cancellation of US\$349,457,000 in principal amount of the Notes validly tendered and accepted for purchase by the Company pursuant to the Tender Offer and the aforementioned US\$35,000,000 in principal amount of Notes purchased by the Company, the principal amount of the Notes remaining outstanding will be US\$365,543,000.

## **DEALER MANAGERS AND THE INFORMATION AND TENDER AGENT**

The Company has appointed Nomura and HSBC as the dealer managers and Lucid Issuer Services Limited as the information and tender agent in relation to the Tender Offer.

Questions and requests for assistance in connection with the Tender Offer shall be directed to Nomura International (Hong Kong) Limited at liability.management@nomura.com or +852 2536 7056 or +44 (0) 20 7103 6597; or The Hongkong and Shanghai Banking Corporation Limited at liability.management@hsbcib.com or +852 2822 4100, +44 207 992 6237 or +1 212 525 5552. Requests by Holders for copies of the Offer to Purchase and its related documents shall be directed to David Shilson of Lucid Issuer Services Limited at ennenergy@lucid-is.com or +44 (0) 20 7704 0880.

## **GENERAL**

Dates and times specified in this announcement in connection with the Tender Offer shall be deemed to be such date and time in New York City.

By order of the Board  
**ENN Energy Holdings Limited**  
**WANG YUSUO**  
*Chairman*

Hong Kong, 13 December 2016

*As at the date of this announcement, the Board comprises the following Directors:*

*Executive Directors:*

*Mr. Wang Yusuo (Chairman)*

*Mr. Cheung Yip Sang (Vice Chairman)*

*Mr. Han Jishen (President)*

*Mr. Wang Dongzhi (Chief Financial Officer)*

*Non-executive Directors:*

*Mr. Wang Zizheng*

*Mr. Jin Yongsheng*

*Independent Non-executive Directors:*

*Mr. Ma Zhixiang*

*Mr. Yuen Po Kwong*

*Mr. Law Yee Kwan, Quinn*