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中油港燃能源集團控股有限公司

CHINA OIL GANGRAN ENERGY GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8132

COMPLETION OF THE PLACING OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of China Oil Gangran Energy Group Holdings Limited (the “**Company**”) dated 20 January 2016 in respect of the Placing (the “**Announcement**”).

Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

COMPLETION OF THE PLACING

The Board is pleased to announce that the condition under the Placing Agreement has been fulfilled and completion of the Placing took place on 5 February 2016. A total of 240,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$0.105 per Placing Share to one Placee. The Placee, Huge China Holdings Limited (formerly known as “Harmony Asset Limited”) (Stock Code: 428), is a company listed on the Stock Exchange of Hong Kong Limited. The principal activity of the Placee and its subsidiaries includes investments in securities listed on recognized stock exchanges and unlisted investments with a potential earning growth and capital appreciation.

The Placing Shares represent approximately 2.45% of the existing issued share capital of the Company as at the date of this announcement immediately before the completion of the Placing and approximately 2.40% of the issued share capital of the Company as enlarged by the Placing.

The net proceeds from the Placing are approximately HK\$24,444,000 which will be used as general working capital of the Group and/or for financing future investment opportunities.

EFFECT ON SHAREHOLDING STRUCTURE

The shareholding structure of the Company (i) immediately before completion of the Placing; and (ii) immediately after completion of the Placing are set out below:

Shareholder	Immediately before completion of the Placing		Immediately after completion of the Placing	
	No. of Shares	%	No. of Shares	%
Placee (Note)	–	–	240,000,000	2.40
Public	<u>9,777,147,057</u>	<u>100.00</u>	<u>9,777,147,057</u>	<u>97.60</u>
Total	<u><u>9,777,147,057</u></u>	<u><u>100.00</u></u>	<u><u>10,017,147,057</u></u>	<u><u>100.00</u></u>

Note:

Mr. Wong Ching Wan, being an independent non-executive director of the Placee, Huge China Holdings Limited, is also the company secretary of the Company but does not constitute Huge China Holdings Limited to be a core connected person of the Company as defined in the GEM Listing Rules.

Therefore, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Placee and their respective ultimate beneficial owners are independent third party and the Placee has not become a substantial shareholder (as defined in the Listing Rules) of the Company immediately after completion of the Placing.

By order of the Board
China Oil Gangran Energy Group Holdings Limited
Zou Donghai
Chairman

Hong Kong, 5 February 2016

As at the date of this announcement, the executive Directors are Mr. Zou Donghai, Mr. Rong Changjun, Mr. Zhang Xueming, Mr. Ho Chun Kit Gregory, Mr. Chan Lung Ming and Mr. Zheng Jian Peng; and the independent non-executive Directors are Ms. Eugenia Yang, Mr. Ng Ka Chung and Mr. Lau Sung Tat, Vincent.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the websites of the Company at www.chinaoilgangran.com and <http://chinaoilgangran.todayir.com>.