

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**COSCO SHIPPING ENERGY TRANSPORTATION CO., LTD.\***  
**中遠海運能源運輸股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1138)**

**CLARIFICATION ANNOUNCEMENT**  
**IN RELATION TO POSITIVE PROFIT ALERT**

Reference is made to (i) the announcement of COSCO SHIPPING Energy Transportation Co., Ltd. (the “**Company**”) dated 29 May 2019, (ii) the circular of the Company dated 5 July 2019 (the “**Circular**”), and (iii) the announcement of the Company dated 18 July 2019 in relation to the positive profit alert (the “**Profit Alert Announcement**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular. This announcement should be read in conjunction with the Circular.

The Profit Alert Announcement contains, among other things, the following statement (the “**Statement**”):-

*“The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that based on the preliminary assessment by the Board of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2019, the Group expects to record a net profit attributable to the equity holders of the Company for the six months ended 30 June 2019 in the range of RMB440 million to RMB500 million (equivalent to approximately HK\$500 million to HK\$570 million).”*

The Profit Alert Announcement constitutes a “document” under the Takeovers Code and was published without having been first submitted to the Executive for review as required under the Takeovers Code. The Company supplements that the Statement in the Profit Alert Announcement is regarded as a profit forecast under Rule 10 of the Takeovers Code and would need to be reported on by the Company’s financial adviser and auditors or consultant accountants in accordance with Rule 10.4 of the Takeovers Code (the “**Letters on Profit Estimate**”). Taking into account (i) the practical difficulties to include the Letters on Profit Estimate in the Profit Alert Announcement in terms of the

\* For identification purpose only.

additional time required for the preparation of the Letters on Profit Estimate by the Company's financial advisers and auditors or consultant accountants; and (ii) the requirements of timely disclosures of the inside information under Rule 13.09 of the Listing Rules and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), the Profit Alert Announcement did not comply with the Takeovers Code and the Letters on Profit Estimate have not been prepared as required under Rule 10 of the Takeovers Code at the time, and the Statement did not meet the standard required by Rule 10 of the Takeovers Code.

The information required to be set out in the Profit Alert Announcement under Practice Note 2 issued by the Securities and Futures Commission was not included in the Profit Alert Announcement due to an inadvertent oversight.

The Letters on Profit Estimate by Messis Capital Limited, the Independent Financial Adviser, and PricewaterhouseCoopers, the Company's auditors, prepared in accordance with the requirements under Rule 10 of the Takeovers Code, have been lodged with the Executive and the text of which are set out in Appendix I and Appendix II to this announcement, respectively. Further, Messis Capital Limited has confirmed that their conclusion and recommendation as set out in the section headed "Letter from the Independent Financial Adviser" in the Circular remains unchanged as at the date of this announcement.

Each of Messis Capital Limited and PricewaterhouseCoopers has given and has not withdrawn its consent to the inclusion of its respective letter in this announcement and reference to its name in the form and context in which they respectively appear in this announcement.

**The completion of the Proposed Non-public Issuance of A Shares and the Subscription are subject to the satisfaction of certain conditions. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company, and consult their professional advisers if they are in any doubt about any aspect of the Circular or as to the action to be taken.**

By order of the Board  
**COSCO SHIPPING Energy Transportation Co., Ltd.**  
**Yao Qiaohong**  
*Company Secretary*

Shanghai, the People's Republic of China  
23 July 2019

*As at the date of this announcement, the Board comprises Mr. Liu Hanbo and Mr. Zhu Maijin as executive Directors, Mr. Feng Boming, Mr. Zhang Wei and Ms. Lin Honghua as non-executive Directors, Mr. Ruan Yongping, Mr. Ip Sing Chi, Mr. Rui Meng and Mr. Teo Siong Seng as independent non-executive Directors.*

*All the Directors jointly and severally accept full responsibility for the accuracy of the information in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any of the statements in this announcement misleading.*

## Appendix I – Letter from Messis Capital Limited on the Profit Estimate

*The following is the full text of the letter from the Independent Financial Adviser, for the purpose of inclusion in this announcement.*



23 July 2019

The Board of Directors  
**COSCO SHIPPING ENERGY TRANSPORTATIONS CO., LTD.**  
670 Dongdaming Road  
Hongkou District  
Shanghai, the PRC  
(post code: 200080)

Dear Sirs,

We refer to the announcement of the COSCO SHIPPING Energy Transportation Co., Ltd. (the “**Company**”, together its subsidiaries, the “**Group**”) dated 23 July 2019, of which this letter forms part. Unless the context requires otherwise, capitalised terms used in this letter have the same meanings as those define in this announcement.

We also refer to the announcement of the Company dated 18 July 2019 (the “**Announcement**”) in relation to the positive profit alert which disclosed the Company’s unaudited expected profit for the six months ended 30 June 2019 (the “**Profit Estimate**”) which is based on the unaudited consolidated management accounts of the Group for the six months ended 30 June 2019. We note that Profit Estimate constitutes a profit forecast pursuant to Rule 10 of the Takeovers Code. Details of the Profit Estimate are set out in the Announcement.

We have discussed with the Directors the bases upon which the Profit Estimate has been prepared. We have also considered the letter on the Profit Estimate addressed to the Board of the Directors from PricewaterhouseCoopers (“**PwC**”), the full text of which is set out in Appendix II in the announcement dated 23 July 2019, which states that, the Profit Estimate, so far as the accounting policies and calculations are concerned, has been properly complied in accordance with the bases adopted by the Directors as set out in the Announcement and is presented on a basis consistent in all material respects with the accounting policies normally adopted by the Group as set out in the annual report of the Company for the year ended 31 December 2018 and the new or revised accounting standards issued that are effective for accounting periods beginning 1 January 2019 where applicable. The preparation of the Profit Estimate is the sole responsibility of, and has been approved by, the Board of the Directors.

Based on the above, we are satisfied that the Profit Estimate, for which the Directors are solely responsible, has been prepared by the Directors with due care and consideration.

Yours faithfully,  
For and on behalf of  
**Messis Capital Limited**

**Thomas Lai**                      **Vincent Cheung**  
*Chief Executive Officer*      *Managing Director*

## Appendix II – Letter from PricewaterhouseCoopers on the Profit Estimate

*The following is the text of a letter received from PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, for the purpose of incorporation in this announcement.*



羅兵咸永道

The Board of Directors  
COSCO SHIPPING Energy Transportation Co., Ltd.  
670 Dongdaming Road  
Hongkou District, Shanghai  
the People's Republic of China

23 July 2019

Dear Sirs,

COSCO SHIPPING Energy Transportation Co., Ltd. (the “Company”)

### Profit Estimate for the Six Months Ended 30 June 2019

We refer to the estimate of the consolidated profit attributable to equity holders of the Company for the six months ended 30 June 2019 (the “**Profit Estimate**”). The Profit Estimate has been prepared to enable the directors of the Company to issue the following statement as set out in the Company’s positive profit alert announcement dated 18 July 2019 and clarification announcement in relation to positive profit alert dated 23 July 2019 (collectively referred to as the “**Profit Alert Announcement**”).

“The board (the “**Board**”) of the directors (the “**Directors**”) of the Company wishes to inform the Shareholders of the Company (the “**Shareholders**”) and potential investors that based on the preliminary assessment by the Board of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2019, the Group expects to record a net profit attributable to the equity holders of the Company for the six months ended 30 June 2019 in the range of RMB440 million to RMB500 million (equivalent to approximately HK\$500 million to HK\$570 million)...”

.....  
: PricewaterhouseCoopers, 22/F Prince’s Building, Central, Hong Kong  
: Tel: +852 2289 8888, Fax: +852 2810 9888, www.pwchk.com

## **Directors' Responsibilities**

The Profit Estimate has been prepared by the directors of the Company based on the unaudited consolidated management accounts of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the six months ended 30 June 2019.

The Company’s directors are solely responsible for the Profit Estimate.

## **Our Independence and Quality Control**

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Hong Kong Standard on Quality Control 1 issued by the HKICPA and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

## **Reporting Accountant’s Responsibilities**

Our responsibility is to express an opinion on the accounting policies and calculations of the Profit Estimate based on our procedures.

We conducted our engagement in accordance with Hong Kong Standard on Investment Circular Reporting Engagements 500, *Reporting on Profit Forecasts, Statements of Sufficiency of Working Capital and Statements of Indebtedness* and with reference to Hong Kong Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* issued by the HKICPA. Those standards require that we plan and perform our work to obtain reasonable assurance as to whether, so far as the accounting policies and calculations are concerned, the Company’s directors have properly compiled the Profit Estimate in accordance with the bases adopted by the directors and as to whether the Profit Estimate is presented on a basis consistent in all material respects with the accounting policies normally adopted by the Group. Our work is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing issued by the HKICPA. Accordingly, we do not express an audit opinion.

## **Opinion**

In our opinion, so far as the accounting policies and calculations are concerned, the Profit Estimate has been properly compiled in accordance with the bases adopted by the directors as set out in the Profit Alert Announcement and is presented on a basis consistent in all material respects with the accounting policies normally adopted by the Group as set out in the annual report of the Company for the year ended 31 December 2018 and the new or revised accounting standards issued that are effective for accounting periods beginning 1 January 2019 where applicable.

Yours faithfully,

**PricewaterhouseCoopers**

*Certified Public Accountants*

Hong Kong