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*(incorporated in France with limited liability)*

**Stock Code: VK**



**Anhui Tianda Oil Pipe Company Limited**

**安徽天大石油管材股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**Stock Code: 839**

## **JOINT ANNOUNCEMENT**

**DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO  
MANDATORY UNCONDITIONAL CASH OFFER BY  
ANGLO CHINESE CORPORATE FINANCE, LIMITED  
ON BEHALF OF VALLOUREC TUBES SAS  
FOR ALL THE ISSUED H SHARES IN  
ANHUI TIANDA OIL PIPE COMPANY LIMITED  
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE  
ACQUIRED BY VALLOUREC TUBES SAS  
AND PARTIES ACTING IN CONCERT WITH IT)**

**Financial Adviser to Vallourec Tubes SAS**



Reference is made to: (i) the announcements jointly issued by the Target and the Offeror on 3 February 2016 and 4 August 2016 in respect of, among other things, the Offer; (ii) the announcement jointly issued by the Target and the Offeror on 28 October 2016 in respect of, among other things, the occurrence of the Effective Transfer Date; and (iii) the composite offer document dated 4 November 2016 (the “**Composite Document**”) jointly issued by the Offeror and the Target in relation to the Offer. Capitalised terms used in this announcement shall have the same meaning as those defined in the Composite Document.

## DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things: (i) the expected timetable of the Offer; (ii) a letter from Anglo Chinese; (iii) a letter from the Board; (iv) a letter from the Independent Board Committee; (v) a letter from Gram Capital, being the Independent Financial Adviser to the Independent Board Committee in respect of the Offer; and (vi) the terms and conditions in respect of the Offer, together with the Form(s) of Acceptance and Transfer, has been despatched to the Offer Shareholders on Friday, 4 November 2016 in accordance with the Takeovers Code.

## EXPECTED TIMETABLE

The timetable set out below is indicative only and is subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Target. All references to dates and times refer to Hong Kong dates and times.

**2016**

Despatch date of the Composite Document and the accompanying Form(s) of Acceptance and Transfer and commencement date of the Offer ( <i>Note 1</i> ) . . . . .	Friday, 4 November 2016
Notification to Offer Shareholders who have not accepted the Offer and Announcement that the Offer only remains open for another 14 days ( <i>Note 2</i> ) . . . . .	Friday, 18 November 2016
Last day of trading in the H Shares on the Stock Exchange ( <i>Note 3</i> ). . . . .	Tuesday, 29 November 2016
Latest time and date for acceptance of the Offer ( <i>Note 4 and Note 7</i> ) . . . . .	4:00 p.m. on Friday, 2 December 2016
Closing Date ( <i>Note 4 and Note 7</i> ). . . . .	Friday, 2 December 2016
Announcement of the results of the Offer (or its extension or revision, if any), to be posted on the website of the Stock Exchange ( <i>Note 4</i> ) . . . . .	Before 7:00 p.m. on Friday, 2 December 2016
Withdrawal of the listing of the H Shares from the Stock Exchange ( <i>Note 5</i> ). . . . .	4:00 p.m. on Friday, 9 December 2016
Latest date for posting of remittances in respect of valid acceptances received under the Offer ( <i>Note 6 and Note 7</i> ) . . . . .	Tuesday, 13 December 2016

*Notes:*

1. The Offer, which is unconditional, is made on the date of posting of this Composite Document, and is capable of acceptance on and from that date until the Closing Date.
2. 14 days before the Closing Date, Offer Shareholders who have not accepted the Offer will be sent a notification that the Offer only remains open for another 14 days and to remind such Offer Shareholders that once the H Shares are delisted from the Stock Exchange, the liquidity of the H Shares may be severely reduced, the Target will not continue to be subject to the Listing Rules and may not continue to be subject to the Takeovers Code and the rights of Offer Shareholders to certain information of the Target will be reduced accordingly. On the same date, an announcement will be made to notify all Shareholders that the Offer only remains open for another 14 days.
3. The last day of trading in the H Shares on the Stock Exchange shall be the third Business Day prior to the Closing Date. Unless the Offeror revises or extends the Offer in accordance with the Takeovers Code, the third Business Day prior to the Closing Date shall be Tuesday, 29 November 2016. Investors should note that the last day to trade in the H Shares is three Business Days prior to the Closing Date to enable purchaser(s)/transferee(s) who purchase shares on the last trading day to accept the Offer.
4. The latest time and date for acceptance will be at 4:00 p.m. on Friday, 2 December 2016 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror and the Target will jointly issue an announcement through the websites of the Stock Exchange and the Target no later than 7:00 p.m. on Friday, 2 December 2016 stating whether the Offer has been extended, revised or has expired. In the event that the Offeror decides to revise or extend the Offer, at least 14 days' notice by way of an announcement will be given before the Offer is closed to those Offer Shareholders who have not accepted the Offer.
5. It is currently expected that the withdrawal of listing of the H Shares from the Stock Exchange would happen at 4:00 p.m. on Friday, 9 December 2016, subject to the satisfaction of any conditions for delisting such securities from the Stock Exchange, and receipt of any regulatory approvals required for such delisting.
6. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Offer Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event within 7 Business Days after the date of receipt by the Registrar of all relevant documents (receipt of which renders such acceptance complete and valid), in accordance with the Takeovers Code. Acceptance of the Offer shall be irrevocable and not capable of being withdrawn, except as permitted under the Takeovers Code.
7. If there is a tropical cyclone warning signal number 8 or above, or a black rainstorm warning:
  - (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Offer, the latest time for acceptance of the Offer will remain at 4:00 p.m. on the same Business Day, and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances will remain unchanged; or
  - (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offer, the latest time for acceptance of the Offer will be rescheduled to 4:00 p.m. on the next Business Day which does not have either of those warnings in force in Hong Kong, and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances will accordingly be rescheduled to the next Business Day.

Save as mentioned above, if the latest time for the acceptance of the Offer and the posting of remittances do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Target will notify the Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

## IMPORTANT

**Offer Shareholders should read carefully the Composite Document, including the recommendation from the Independent Board Committee and the advice from the Independent Financial Adviser, and other information of the Target Group, and the Form(s) of Acceptance and Transfer before deciding whether or not to accept the Offer.**

**Offer Shareholders and/or potential investors of the Company should exercise caution when dealing in the securities of the Target. The Offeror and the Target remind their respective associates of the dealing restrictions under the Takeovers Code to disclose their permitted dealings, if any, in any securities of the Target.**

By order of the board  
**Vallourec Tubes SAS**  
**Mr. Philippe Jacques Georges Crouzet**  
*President*

By order of the board  
**Anhui Tianda Oil Pipe Co., Ltd.**  
**Mr. Ye Shiqu**  
*Chairman*

Hong Kong, 4 November 2016

*As at the date of this announcement, the Offeror Parent Management Members are Mr. Philippe Jacques Georges Crouzet, Mr. Oliver Bruno Benedict Mallet and Mr. Jean-Pierre Michel.*

*As at the date of this announcement, the Offeror Directors are Mr. Philippe Jacques Georges Crouzet, Mr. Oliver Bruno Benedict Mallet and Mr. Jean-Pierre Michel.*

*As at the date of this announcement, the Board comprises Mr. Ye Shiqu, Mr. Zhang Huming and Ms. Fu Jun as executive directors; Mr. Liu Peng and Mr. Bruno Saintes as non-executive directors; and Mr. Zhao Bin, Mr. Wang Bo and Mr. Wang Jie as independent non-executive directors.*

*The Offeror Parent Management Members jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Target Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Target Group) 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 statements in this announcement misleading.*

*The Offeror Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Target Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Target Group) 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 statements in this announcement misleading.*

*The directors of the Target jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Offeror Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Offeror Group) 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 statements in this announcement misleading.*