

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer, management, as well as financial statements. No public offer of securities is to be made by the Company in the United States.*

**THIS ANNOUNCEMENT IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO THE UNITED STATES OR TO U.S. PERSONS OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OR IN OR INTO ANY JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT.**



**中油燃氣集團有限公司\***

**CHINA OIL AND GAS GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**RESULTS OF THE COMPANY'S OFFER  
TO PURCHASE FOR CASH FOR  
UP TO NOTES MAXIMUM ACCEPTANCE AMOUNT OF ITS  
OUTSTANDING 4.7% SENIOR NOTES DUE 2026  
(ISIN: XS2328392951; COMMON CODE: 232839295)  
(THE "NOTES")**

<u>Description of the Notes</u>	<u>ISIN/Common Code</u>	<u>Outstanding principal amount of the Notes</u>	<u>Purchase Price<sup>(2)</sup></u>	<u>Expiration Deadline</u>
4.7% Senior Notes due 2026	XS2328392951/232839295	US\$361,000,000 <sup>(1)</sup>	US\$1,000	4:00 p.m. (London Time) on 3 February 2026 <sup>(3)</sup>

- (1) As at the date of this announcement, the Company has repurchased and cancelled US\$39,000,000 in aggregate principal amount of the Notes and such Notes purchased and cancelled shall be deemed not outstanding.
- (2) Per US\$1,000 principal amount of the Notes accepted for purchase.
- (3) Unless extended, re-opened, amended and/or terminated by the Company.

Reference is made to China Oil And Gas Group Limited's (the "**Company**") announcement dated 27 January 2026 (the "**Announcement**") in relation to the commencement of the Offer (as defined below). Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Company today announced the results of the offer to purchase for cash for up to the Maximum Acceptance Amount of its outstanding 4.7% Senior Notes Due 2026 (ISIN: XS2328392951) (the "**Offer**"). The Offer was being made pursuant to an offer to purchase dated 27 January 2026 (the "**Offer to Purchase**").

The Offer expired at 4:00 p.m. (London Time) on 3 February 2026 (the "**Expiration Deadline**"). As of the Expiration Deadline, a total of US\$271,795,000 in aggregate principal amount of the Notes has been validly tendered pursuant to the Offer.

The Company is pleased to announce that it will accept all Notes tendered pursuant to the Offer, and accordingly, the Maximum Acceptance Amount shall be US\$271,795,000.

The Company will accept US\$271,795,000 in aggregate principal amount of the Notes for purchase, and the total Accrued Interest due on the Notes is US\$1,241,952.12.

The payment for the Notes accepted for purchase is expected to be made on or about 5 February 2026. Following the settlement of the Notes accepted for purchase, the outstanding principal amount of the Notes will be US\$89,205,000.

**THIS ANNOUNCEMENT IS NOT AN OFFER TO PURCHASE, A SOLICITATION OF AN OFFER TO PURCHASE, OR A SOLICITATION OF AN OFFER TO SELL, ANY SECURITIES. AN OFFER MAY ONLY BE MADE PURSUANT TO THE TERMS OF THE OFFER TO PURCHASE.**

***Dealer Managers***

**The Hongkong and Shanghai Banking Corporation Limited**

Level 17 HSBC Main Building  
1 Queen's Road Central Hong Kong  
Telephone: +852 2914 8278 (Hong Kong)  
+44 20 7992 6237 (London)  
Email: LM\_APAC@hsbc.com.hk

**Morgan Stanley & Co. International plc**

25 Cabot Square, Canary Wharf  
London E14 4QA  
United Kingdom  
Telephone: +44 20 7056 4984  
Email: asia\_gcm\_lm@morganstanley.com

***Information and Tender Agent***

**Kroll Issuer Services Limited**

**In London**

The News Building  
3 London Bridge Street  
London SE1 9SG  
United Kingdom  
Telephone: +44 20 7704 0880

**In Hong Kong**

3rd Floor, Three Pacific Place  
1 Queen's Road East  
Admiralty  
Hong Kong  
Telephone: +852 2281 0114

Email: chinaoilandgas@is.kroll.com

Offer Website: <https://deals.is.kroll.com/chinaoilandgas>

**China Oil And Gas Group Limited**

4 February 2026

\* *for identification purposes only*