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山東晨鳴紙業集團股份有限公司
SHANDONG CHENMING PAPER HOLDINGS LIMITED*

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1812)

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2022 first extraordinary general meeting (the “EGM”) of Shandong Chenming Paper Holdings Limited* (the “**Company**”) will be held at 2:30 p.m. on Wednesday, 15 June 2022, at the conference room of the research and development centre of the Company, No. 2199 Nongsheng Road East, Shouguang City, Shandong Province, the People's Republic of China (the “**PRC**”) for the purpose of passing the following resolutions:

ORDINARY RESOLUTIONS

- 1.00 The resolution in relation to the election of candidates for non-independent Directors of the tenth session of the Board (*Note 4*)
 - 1.01 To elect Mr. Chen Hongguo as an executive Director of the tenth session of the Board
 - 1.02 To elect Mr. Hu Changqing as an executive Director of the tenth session of the Board
 - 1.03 To elect Mr. Li Xingchun as an executive Director of the tenth session of the Board
 - 1.04 To elect Mr. Li Feng as an executive Director of the tenth session of the Board
 - 1.05 To elect Mr. Li Weixian as an executive Director of the tenth session of the Board
 - 1.06 To elect Mr. Han Tingde as a non-executive Director of the tenth session of the Board
 - 1.07 To elect Mr. Li Chuanxuan as a non-executive Director of the tenth session of the Board

- 2.00 The resolution in relation to the election of candidates for independent non-executive Directors of the tenth session of the Board (*Note 4*)
 - 2.01 To elect Mr. Li Zhihui as an independent non-executive Director of the tenth session of the Board
 - 2.02 To elect Mr. Sun Jianfei as an independent non-executive Director of the tenth session of the Board
 - 2.03 To elect Mr. Yang Biao as an independent non-executive Director of the tenth session of the Board
 - 2.04 To elect Ms. Yin Meiqun as an independent non-executive Director of the tenth session of the Board
- 3.00 The resolution in relation to the election of candidates for shareholder representative Supervisors of the tenth session of the Supervisory Committee (*Note 4*)
 - 3.01 To elect Ms. Li Kang as a shareholder representative Supervisor of the tenth session of the Supervisory Committee
 - 3.02 To elect Ms. Pan Ailing as a shareholder representative Supervisor of the tenth session of the Supervisory Committee
 - 3.03 To elect Ms. Zhang Hong as a shareholder representative Supervisor of the tenth session of the Supervisory Committee
- 4. The resolution in relation to allowances for non-executive Directors and independent non-executive Directors of the tenth session of the Board
- 5. The resolution in relation to allowances for external shareholder representative Supervisors of the tenth session of the Supervisory Committee
- 6. The resolution in relation to the purchase of liability insurance for Directors, Supervisors and senior management (*Note 6*)

SPECIAL RESOLUTIONS

7. The resolution in relation to the amendments to the Articles of Association
8. The resolution in relation to the amendments to the Articles of Association (Draft, Applicable after Changing the Listing Venue of B Shares)
9. The resolution in relation to the amendments to the Procedural Rules of the Board of Directors Meeting

By order of the Board
Shandong Chenming Paper Holdings Limited
Chen Hongguo
Chairman

Shandong, the PRC
23 May 2022

* *For identification purposes only*

Notes:

1. The register of members of the Company will be temporarily closed from 13 June 2022 to 15 June 2022 (both days inclusive) during which no transfer of H Shares of the Company will be registered in order to determine the list of H Shareholders of the Company for attending the EGM. The last lodgement for the transfer of the H Shares of the Company should be made on Friday, 10 June 2022 at Computershare Hong Kong Investor Services Limited by or before 4:30 p.m. The H Shareholders of the Company or their proxies being registered at the close of business on 10 June 2022 are entitled to attend the EGM by presenting their identity documents. The address of Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
2. Each Shareholder having the rights to attend and vote at the EGM is entitled to appoint one or more proxies (whether a Shareholder or not) to attend and vote on his/her/its behalf. Should more than one proxy be appointed by a Shareholder, such proxy shall only exercise his/her/its voting rights on a poll.
3. Shareholders can appoint a proxy by an instrument in writing (i.e. by using the proxy form enclosed). The proxy form shall be signed by the person appointing the proxy or an attorney authorised by such person in writing. If the proxy form is signed by an attorney, the power of attorney or other documents of authorisation shall be notarially certified. To be valid, the proxy form and the notarially certified power of attorney or other documents of authorisation must be delivered to in the case of H Shares, the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; not later than 24 hours before the time scheduled for the holding of the EGM or any adjournment thereof.
4. The cumulative voting method will be adopted by the Company for the election of Directors (including executive Directors, non-executive Directors and independent non-executive Directors) and Supervisors (excluding the employee representative Supervisors of the Company) at the EGM.

Cumulative voting method

When adopting the cumulative voting method for electing the Directors and Supervisors as proposed in all the sub-resolutions under resolutions no. 1.00, 2.00 and 3.00, each of the Shares held by a Shareholder shall carry the same number of votes corresponding to the number of Directors and Supervisors to be elected. A Shareholder may exercise his/her/its voting rights by splitting his/her/its votes evenly for each of the candidates of Directors or Supervisors corresponding to the number of Shares he/she/it holds; or by casting all his/her/its votes carried by each of his/her/its Shares corresponding to the number of Directors or Supervisors to be elected for a particular candidate of Directors or Supervisors; or by casting a portion of his/her/its votes carried by each of his/her/its Shares corresponding to the number of Directors or Supervisors to be elected for a certain number of candidates of Directors or Supervisors.

For example: the maximum valid votes that a Shareholder is entitled to cast are calculated on the basis of the total number of Shares held by such Shareholder times the number of Directors or Supervisors to be elected (14 persons). If such Shareholder holds 100 Shares, then the maximum valid votes he/she/it can cast = 100 (the number of Shares held by him/her/it) x 14 = 1,400. The Shareholder could cast 1,400 votes evenly among 14 candidates, or to place all his/her/its votes on one particular candidate, or to split his/her/its votes to several candidates.

Where the total number of votes cast by a Shareholder for one or several of the candidates of Directors or Supervisors is in excess of the number of votes carried by the total number of Shares held by him, all the votes cast by the Shareholder shall be deemed as invalid and the Shareholder shall be deemed to abstain from voting. Where the total number of votes cast for one or several of the candidates of Directors or Supervisors by a Shareholder is less than the number of votes carried by the total number of Shares held by such Shareholder, the votes cast by the Shareholder shall be deemed as valid, and the voting rights attached to the shortfall between the votes actually cast and the votes which the Shareholder is entitled to cast shall be deemed to abstain from voting.

A resolution is passed only when the "For" votes are more than half of the number of Shares (on the basis of non-cumulative number of Shares) held by the Shareholders (including their proxies) attending the EGM.

5. Shareholders or their proxies shall present proofs of their identities upon attending the EGM. Should a proxy be appointed, the proxy shall also present the proxy form.

6. The EGM is expected to last for half day. The Shareholders and proxies attending the EGM shall be responsible for their own travelling and accommodation expenses.
7. For further information on Resolution no. 6, please refer to the Company's overseas regulatory announcement dated 23 May 2022.
8. The Company's registered address:

No. 595 Shengcheng Road, Shouguang City, Shandong Province, the PRC
Postal code: 262700
Telephone: (86)-536-2158008
Facsimile: (86)-536-2158977

As at the date of this announcement, the executive Directors are Mr. Chen Hongguo, Mr. Hu Changqing, Mr. Li Xingchun and Mr. Li Feng; the non-executive Directors are Mr. Han Tingde and Mr. Li Chuanxuan; and the independent non-executive Directors are Ms. Yin Meiqun, Mr. Sun Jianfei and Mr. Yang Biao.