

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.



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)

**POLL RESULTS OF THE 2023 SECOND
EXTRAORDINARY GENERAL MEETING**

The Company and all members of its board of directors (the “Board”) hereby warrant the truthfulness, accuracy and completeness of the contents of information disclosure which do not contain any false information, misleading statements or material omissions.

I. Important Notice

The notice of the 2023 Second Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited (the “**Company**”) (hereinafter referred to as the “**General Meeting**”) was published on China Securities Journal, Shanghai Securities News, Securities Times, Securities Daily, Hong Kong Commercial Daily and the website of CNINFO (<http://www.cninfo.com.cn>) on 20 April 2023 and was published on the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 19 April 2023.

There was neither objection to the proposed resolutions of the General Meeting, nor change to the resolutions of the previous general meeting at the General Meeting.

II. Convening of the Meeting

1. Time for convening the meeting:

(1) Time for convening the physical meeting: 14:30 on 8 May 2023

(2) Online voting session:

Through trading systems: 9:15–9:25, 9:30–11:30 and 13:00–15:00 on 8 May 2023

Through the internet:: 9:15–15:00 on 8 May 2023

2. Venue for convening the physical meeting: Conference room of the research and development centre of the Company, No. 2199 Nongsheng Road East, Shouguang City, Shandong Province
3. Convened by: The Board of the Company
4. Voting method of the meeting: Voting at the physical meeting or online
5. Chairman of the physical meeting: Mr. Hu Changqing, the Vice Chairman
6. Convening of the General Meeting complied with the relevant requirements of the relevant laws and regulations such as the Company Law, the Rules Governing the Listing of Stocks on Shenzhen Stock Exchange and Procedural Rules for Shareholders' Meetings of Listed Companies, and the Articles of Association.

III. Attendance of the 2023 Second Extraordinary General Meeting

Overall attendance of the meeting:

The total number of the shares entitling the holders thereof to attend and vote at the General Meeting was 2,979,742,200 shares. A total of 95 shareholders (proxies) holding 611,712,757 shares, representing 20.5290% of the total number of the shares of the Company carrying voting rights, were present at the General Meeting. There were 87 shareholders (proxies) of domestic-listed shares present at the General Meeting (other than directors, supervisors and senior management of the Company and shareholders individually or jointly holding 5% or more of the shares of the Company), representing 81,021,028 shares or 2.7191% of the total number of the shares of the Company carrying voting rights at the General Meeting.

- (1) 59 shareholders (proxies), representing 464,667,061 shares or 15.5942% of the total number of the shares of the Company carrying voting rights, were present at the General Meeting.
- (2) 36 shareholders (proxies), representing 147,045,696 shares or 4.9348% of the total number of the shares of the Company carrying voting rights, voted online.

There was no share of the Company entitling the holders to attend and vote only against the resolutions at the General Meeting. None of the shareholders expressed their intention to vote against the relevant resolutions or to abstain from voting at the General Meeting or are required to abstain from voting at the meeting in accordance with the Listing Rules.

Of which:

1. Attendance of holders of domestic-listed domestic shares (A shares):

38 holders (proxies) of A shares, representing 484,631,199 A shares or 27.7717% of the total number of A shares of the Company carrying voting rights, were present at this meeting.

2. Attendance of holders of domestic-listed foreign shares (B shares):

56 holders (proxies) of B shares, representing 66,080,632 B shares or 9.3548% of the total number of B shares of the Company carrying voting rights, were present at this meeting.

3. Attendance of holders of overseas-listed foreign shares (H shares) of the Company:

1 holder (proxy) of H shares, representing 61,000,926 H shares or 11.5465% of the total number of H shares of the Company carrying voting rights, was present at this meeting.

Mr. Hu Changqing and Mr. Li Xingchun as the executive Directors of the Company, Mr. Han Tingde and Mr. Li Chuanxuan as the non-executive Directors of the Company, and Ms. Yin Meiqun, Mr. Sun Jianfei, Mr. Yang Biao and Mr. Li Zhihui as the independent non-executive Directors of the Company, attended the General Meeting either in person or through electronic means. Mr. Chen Hongguo, Mr. Li Feng and Mr. Li Weixian as the executive Directors of the Company failed to attend the General Meeting due to other business commitments. Ms. Li Kang, Ms. Pan Ailing, Ms. Zhang Hong, Ms. Qiu Lanju and Ms. Sang Ailing as the Supervisors of the Company and some members of the senior management and the witnessing lawyers and auditors were also present at the General Meeting either in person or through electronic means.

IV. Consideration and Voting of the Proposed Resolutions

The following one special resolution (which was passed by shareholders representing over two-thirds of the total number of shares carrying voting rights at the General Meeting) was considered and approved through voting by way of poll at the physical meeting and online voting. Please refer to “Shandong Chenming Paper Holdings Limited: The poll results statistics of the resolutions of the 2023 Second Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolutions are as follows:

ONE SPECIAL RESOLUTION

1. Resolution in relation to the operational property-secured loan by a subsidiary and provision of guarantee therefor

The Company had appointed Grant Thornton LLP as the scrutineer of the General Meeting in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

V. Legal Opinion Issued by Solicitors

1. Name of law firm: Beijing King & Wood Mallesons (Qingdao Office)
2. Name of solicitors: Zhou Xue and Liu Chengbin
3. Conclusive opinion: The convening of and the procedures for the General Meeting of the Company were in compliance with the relevant requirements of the relevant laws such as the Company Law and the Securities Law, administrative regulations, the Procedural Rules of the General Meeting and the Articles of Association. The eligibility of the persons who attended the General Meeting and the convenor of the General Meeting were legal and valid. The procedures for and the results of the voting of the General Meeting were legal and valid.

VI. Documents Available for Inspection

1. Resolution of the 2023 Second Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited; and
2. Legal Opinion on the 2023 Second Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited Issued by Beijing King & Wood Mallesons (Qingdao Office).

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

Shandong, the PRC
8 May 2023

As at the date of this announcement, the executive Directors are Mr. Chen Hongguo, Mr. Hu Changqing, Mr. Li Xingchun, Mr. Li Feng and Mr. Li Weixian; 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, Mr. Yang Biao and Mr. Li Zhihui.

* *For identification purposes only*

SHANDONG CHENMING PAPER HOLDINGS LIMITED

The poll results statistics of the resolution of the 2023 Second Extraordinary General Meeting

No.	Resolution	Class of shares	No. of shares carrying voting rights	For		Against		Abstain	
				No. of shares	Percentage (%) of the total number of the shares with voting rights on the resolution	No. of shares	Percentage (%) of the total number of the shares with voting rights on the resolution	No. of shares	Percentage (%) of the total number of the shares with voting rights on the resolution
1	One special resolution								
1.00	Resolution in relation to the operational property-secured loan by a subsidiary and provision of guarantee therefor	Total:	611,712,757	606,978,967	99.2261%	4,733,790	0.7739%	–	0.0000%
		Of which: Small and medium investors (A shares, B shares)	81,021,028	76,889,040	94.9001%	4,131,988	5.0999%	–	0.0000%
		Domestic listed domestic shares (A shares)	484,631,199	483,895,651	99.8482%	735,548	0.1518%	–	0.0000%
		Domestic listed foreign shares (B shares)	66,080,632	62,684,192	94.8602%	3,396,440	5.1398%	–	0.0000%
		Overseas listed foreign shares (H shares)	61,000,926	60,399,124	99.0135%	601,802	0.9865%	–	0.0000%