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CPMC HOLDINGS LIMITED

中糧包裝控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 906)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING IN RELATION TO RENEWAL OF CONTINUING CONNECTED TRANSACTIONS HELD ON 20 DECEMBER 2023

The Company is pleased to announce that the Resolutions as set out in the Notice dated 30 November 2023 were duly passed by the Independent Shareholders respectively by way of poll at the EGM.

We refer to the circular (the “**Circular**”) and the notice of the EGM (the “**Notice**”) both dated 30 November 2023 issued by the Company in respect of the COFCO Packaging Materials Agreement and the ORG Technology Materials Agreement entered by the Company with COFCO and ORG Technology on 7 November 2023, respectively. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce the poll results in respect of the EGM held at 10:00 a.m. on 20 December 2023 (Wednesday) at No. 160, Weiken Street, Hangzhou Economic and Technical Development Zone, Hangzhou, Zhejiang Province, the PRC. The proposed ordinary resolutions (the “**Resolutions**”) as set out in the Notice was duly passed by the Independent Shareholders respectively by way of poll at the EGM.

As at the date of the EGM, the issued share capital of the Company was 1,113,423,000 Shares. As explained in the Circular, COFCO, a substantial shareholder of the Company, and its associates which altogether hold 345,218,800 Shares, representing approximately 31.01% of the issued share capital of the Company as at the date of the EGM, are required to and did abstain from voting on the ordinary resolution (“**Resolution 1**”) in relation to the COFCO Packaging Materials Agreement due to having material interests therein; ORG Technology, a substantial shareholder of the Company, and its associates which altogether hold 271,667,200 Shares, representing approximately 24.40% of the issued share capital of the Company as at the date of the EGM, are required to and did abstain from voting on the ordinary resolution (“**Resolution 2**”) in relation to the ORG Technology Materials Agreement due to having material interests therein. Accordingly, there were in aggregate 768,204,200 Shares entitling the holders of which to attend and vote for or against Resolution 1 and 841,755,800 Shares entitling the holders of which to attend and vote for or against Resolution 2 at the EGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for vote-taking at the EGM. The number of Shares represented by votes for and against the Resolutions at the EGM was as follows: -

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	<p>(i) the supply framework agreement (the “COFCO Packaging Materials Agreement”) entered into between the Company and COFCO Corporation on 7 November 2023 in relation to the supply various types and sizes of metal and plastic packaging materials, products and related after-sale services by the Group to COFCO Corporation and its subsidiaries and associates (other than the Company and its subsidiaries (the “Group”), a copy of which has been produced to the EGM marked “A” and initialed by the chairman of the EGM for identification purposes, and the relevant annual caps under the COFCO Packaging Materials Agreement as set out in the Company's circular dated 30 November 2023 be and are hereby confirmed, ratified and approved; and</p> <p>(ii) any one or more of the directors of the Company be and is hereby authorized to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the COFCO Packaging Materials Agreement and the transactions contemplated thereunder.</p>	317,075,874 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of Resolution 1, Resolution 1 was duly passed as an ordinary resolution.			

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
2.	<p>(i) the conditional framework agreement (the “ORG Technology Materials Agreement”) entered into between the Company and 奧瑞金科技股份有限公司(ORG Technology Co. Ltd.) (together with its subsidiaries and associates, the “ORG Technology Group”) on 7 November 2023 in respect of supply of aluminum, printed tins, caps, other raw and auxiliary materials and related can production services of such packaging materials by the Group to ORG Technology Group and supply of tins, laminated steel, two-piece cans and related can production services of such packaging materials by ORG Technology Group to the Group, a copy of which has been produced to the EGM marked “B” and initialed by the chairman of the EGM for identification purposes, and the relevant annual caps under the ORG Technology Materials Agreement as set out in the Company’s circular dated 30 November 2023 be and are hereby confirmed, ratified and approved; and</p> <p>(ii) any one or more of the directors of the Company be and is hereby authorized to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the ORG Technology Materials Agreement and the transactions contemplated thereunder.</p>	378,393,474 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of Resolution 2, Resolution 2 was duly passed as an ordinary resolution.			

Notes:

(a) Please refer to the Notice for the full version of the Resolutions.

(b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the EGM: Nil

(c) The total number of Shares entitling the holders to attend and vote for or against Resolution 1 at the EGM: 768,204,200 Shares

(d) The total number of Shares entitling the holders to attend and vote for or against Resolution 2 at the EGM: 841,755,800 Shares

The attendance record of the Directors at the EGM was as follows:

- Messrs. Zhang Xin, Zhang Ye, Cheng Yuk Wo and Pun Tit Shan attended the EGM in person or by electronic means;
- Dr. Zhao Wei, Messrs. Meng Fanjie, Zhou Yuan, Shen Tao and Chen Jihua did not attend the EGM due to illness or other business engagement.

By order of the Board
CPMC Holdings Limited
ZHANG Xin
Chairman and Executive Director

Hong Kong, 20 December 2023

As at the date of this announcement, the chairman of the Board and executive Director is Mr. Zhang Xin, the executive Director is Mr. Zhang Ye, the non-executive Directors are Dr. Zhao Wei, Messrs. Meng Fanjie, Zhou Yuan and Shen Tao, and the independent non-executive Directors are Messrs. Cheng Yuk Wo, Pun Tit Shan and Chen Jihua.