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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)

**DESPATCH OF THE RESPONSE DOCUMENT RELATING TO
CONDITIONAL VOLUNTARY GENERAL CASH OFFER BY SHENWAN
HONGYUAN CAPITAL (H.K.) LIMITED ON BEHALF OF CHAMPION
HOLDING (BVI) CO., LTD TO ACQUIRE ALL THE ISSUED SHARES
OF CPMC HOLDINGS LIMITED (OTHER THAN THOSE ALREADY
OWNED OR AGREED TO BE ACQUIRED BY THE OFFEROR OR
PARTIES ACTING IN CONCERT WITH IT)**

Independent Financial Adviser to the Independent Board Committee



Reference is made to (i) the announcement dated 6 December 2023 jointly issued by CPMC Holdings Limited (the “**Company**”) and Champion HOLDING (BVI) CO., LTD (the “**Offeror**”) in relation to, among other things, the Offer and the proposed withdrawal of listing pursuant to Rule 3.5 of the Takeovers Code; (ii) the announcement issued by the Company dated 22 December 2023 in relation to the appointment of the Independent Financial Adviser; (iii) the announcement issued by the Offeror dated 27 December 2023 in relation to the delay in despatch of the Offer Document; (iv) the monthly update announcements issued by the Offeror dated 26 January 2024, 22 March 2024 and 14 June 2024; (v) the update announcements issued by the Offeror dated 19 February 2024, 23 February 2024, 15 April 2024, 26 April 2024, 16 May 2024 and 15 July 2024 in relation to the progress and fulfillment of all the pre-conditions of the Offer as set out in the Joint Announcement; (vi) the Offer Document dated 30 July 2024 issued by the Offeror in relation to the Offer; and (vii) the response document dated 13 August 2024 issued by the Company to the Independent Shareholders in response to the Offer (the “**Response Document**”). Unless otherwise defined, capitalised terms herein shall have the same meanings as those defined in the Response Document.

DESPATCH OF THE RESPONSE DOCUMENT

The Response Document setting out, among other things, (i) information regarding the Group and the Offer; (ii) the recommendation of the Independent Board Committee to the Independent Shareholders in respect of the Offer; and (iii) the advice of the Independent Financial Adviser to the Independent Board Committee in respect of the Offer, has been despatched to the Independent Shareholders on 13 August 2024.

Independent Shareholders should consider carefully the terms of the Offer and are recommended to read the full text of the Offer Document and the Response Document, and in particular, the letter from the Independent Financial Adviser set out in the Response Document, before making a decision to accept or not to accept the Offer. Independent Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

By order of the Board
CPMC Holdings Limited
Zhang Ye
Chairman and Executive Director

Hong Kong, 13 August 2024

As at the date of this announcement, the chairman of the Board and executive Director is Mr. Zhang Ye, the executive Director is Mr. Qu Hongliang, 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement 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 statement in this announcement misleading.