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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)

**POLL RESULTS ANNOUNCEMENT OF THE 2018
FIFTH EXTRAORDINARY GENERAL MEETING**

Shandong Chenming Paper Holdings Limited* 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 2018 fifth extraordinary meeting of Shandong Chenming Paper Holdings Limited 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 12 October 2018 and 16 November 2018 and published on the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 11 October 2018 and 15 November 2018.

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

II. CONVENING OF THE MEETING

1. Time for convening the meeting:

(1) Time for convening the physical meeting: 14:00 on 30 November 2018.

(2) Online voting session:

Through trading systems: 9:30 - 11:30 and 13:00 - 15:00 on 30 November 2018

Through the internet: 15:00 on 29 November 2018 - 15:00 on 30 November 2018

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 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 MEETING

Overall attendance of the meeting:

The total number of the shares entitling the holders thereof to attend and vote at this general meeting was 2,904,608,200 shares. A total of 94 shareholders (proxies) holding 891,165,924 shares, representing 30.68% of the total number of the shares of the Company carrying voting rights, were present at this meeting. There were 90 shareholders (proxies) (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 116,280,166 shares or 4% of the total number of the shares of the Company carrying voting rights at the meeting.

- (1) 56 shareholders (proxies), representing 832,226,895 shares or 28.65% of the total number of the shares of the Company carrying voting rights, were present at the physical meeting.
- (2) 38 shareholders (proxies), representing 58,939,029 shares or 2.03% 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 this 2018 fifth extraordinary general meeting.

Of which:

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

42 holders (proxies) of A shares, representing 453,959,464 A shares or 27.18% 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) of the Company:

51 holders (proxies) of B shares, representing 266,186,250 B shares or 37.68% 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 171,020,210 H shares or 32.37% of the total number of H shares of the Company carrying voting rights, was present at this meeting.

Some directors, supervisors and members of the senior management of the Company and the witnessing lawyers and auditors were present at this meeting.

IV. CONSIDERATION AND VOTING OF THE PROPOSED RESOLUTION

The following 1 special resolution (which was passed by shareholders representing over two-thirds of the total number of shares carrying voting rights at the meeting) was considered and approved through voting by way of poll at the physical meeting and online voting. Please refer to “The poll results statistics of the resolution of the 2018 Fifth Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolution is as follows:

1 Special Resolution

1. Resolution in relation to the provision of guarantee of RMB4 billion for not more than 5 years to Shanghai Chenming Industry Co., Ltd., a wholly-owned subsidiary of the Company

V. LEGAL OPINION ISSUED BY SOLICITORS

1. Name of law firm: King & Wood Mallesons (Beijing)
2. Name of solicitors: Shi Xin and Gu Chenqing
3. Conclusive opinion: The convening of and the procedures for this general meeting were in compliance with the requirements of the laws and administrative regulations and the Articles of Association. The eligibility of the persons who attended this meeting and the convenor of the meeting were legal and valid. The procedures for and the results of the voting of the meeting were legal and valid. The resolutions of the general meeting were legal and valid.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolution of the 2018 Fifth Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited*;
2. Legal opinion on the 2018 Fifth Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited* issued by King & Wood Mallesons (Beijing).

By Order of the Board
**SHANDONG CHENMING PAPER
HOLDINGS LIMITED***
Chen Hongguo
Chairman

Shandong, China
30 November 2018

As at the date of this announcement, the executive Directors are Mr. Chen Hongguo, Mr. Li Feng, Mr. Geng Guanglin, Mr. Hu Changqing and Mr. Chen Gang; the non-executive Directors are Ms. Yang Guihua and Ms. Zhang Hong; and the independent non-executive Directors are Ms. Pan Ailing, Ms. Wang Fengrong, Mr. Huang Lei and Ms. Liang Fu.

* *For identification purposes only*

The poll results statistics of the resolution of the 2018 Fifth 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
I	1 special resolution								
1	Resolution in relation to the provision of guarantee of RMB4 billion for not more than 5 years to Shanghai Chenming Industry Co., Ltd., a wholly-owned subsidiary of the Company	Total: Of which: Shareholders at the general meeting with shareholding below 5% Domestic listed domestic shares (A shares) Domestic listed foreign shares (B shares) Overseas listed foreign shares (H shares)	891,165,924 116,280,166	886,217,500 111,777,088	99.4447% 96.1274%	4,948,424 4,503,078	0.5553% 3.8726%	0 0	0.0000% 0.0000%