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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 SIXTH 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 sixth extraordinary general 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 10 November 2018 and 13 December 2018 and published on the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 12 November 2018 and 12 December 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 28 December 2018.

(2) Online voting session:

Through trading systems: 9:30 - 11:30 and 13:00 - 15:00 on 28 December 2018

Through the internet: 15:00 on 27 December 2018 - 15:00 on 28 December 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 79 shareholders (proxies) holding 906,981,430 shares, representing 31.23% of the total number of the shares of the Company carrying voting rights, were present at this meeting. There were 75 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 109,991,077 shares or 3.79% of the total number of the shares of the Company carrying voting rights at the meeting.

- (1) 59 shareholders (proxies), representing 854,904,518 shares or 29.43% of the total number of the shares of the Company carrying voting rights, were present at the physical meeting.
- (2) 20 shareholders (proxies), representing 52,076,912 shares or 2.19% 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 sixth extraordinary general meeting.

Of which:

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

24 holders (proxies) of A shares, representing 447,097,347 A shares or 26.77% 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:

54 holders (proxies) of B shares, representing 266,759,278 B shares or 37.76% 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 193,124,805 H shares or 36.56% 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 ordinary resolution (which was passed by shareholders representing over one half of the total number of shares carrying voting rights at the meeting), and 2 special resolutions (which was passed by shareholders representing over two-thirds of the total number of shares carrying voting rights at the meeting) were 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 Sixth Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolution is as follows:

1 Ordinary Resolution

1. Resolution in relation to the amendment of the “Rule of Procedure of the Supervisory Committee”

2 Special Resolutions

2. Resolution in relation to the amendment of the “Articles of Association of the Company”
3. Resolution in relation to the pledge of assets by a subsidiary for the commencement of financial leasing business by Shouguang Meilun

The Company had appointed Ruihua Certified Public Accountants (Special General Partnership) as the scrutineer of this 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: King & Wood Mallesons (Beijing)
2. Name of solicitors: Shi Xin and Zhou Xue
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. Resolutions of the 2018 Sixth Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited*;
2. Legal opinion on the 2018 Sixth 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
28 December 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 resolutions of the 2018 Sixth 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	1	ordinary resolution							
	Resolution in relation to the amendment of the “Rule of Procedure of the Supervisory Committee”	Total:	906,981,430	906,740,030	99.9734%	241,400	0.0266%	0	0.0000%	
		Of which: Shareholders at the general meeting with shareholding below 5%	109,991,077	109,749,677	99.7805%	241,400	0.2195%	0	0.0000%	
		Domestic listed domestic shares (A shares)	447,097,347	446,855,947	99.9460%	241,400	0.0540%	0	0.0000%	
		Domestic listed foreign shares (B shares)	266,759,278	266,759,278	100.0000%	0	0.0000%	0	0.0000%	
		Overseas listed foreign shares (H shares)	193,124,805	193,124,805	100.0000%	0	0.0000%	0	0.0000%	

II		2 special resolutions									
2	Resolution in relation to the amendment of the “Articles of Association of the Company”	Total:	906,981,430	906,740,030	99.9734%	241,400	0.0266%	0	0.0000%		
		Of which: Shareholders at the general meeting with shareholding below 5%	109,991,077	109,749,677	99.7805%	241,400	0.2195%	0	0.0000%		
		Domestic listed domestic shares (A shares)	447,097,347	446,855,947	99.9460%	241,400	0.0540%	0	0.0000%		
		Domestic listed foreign shares (B shares)	266,759,278	266,759,278	100.0000%	0	0.0000%	0	0.0000%		
3	Resolution in relation to the pledge of assets by a subsidiary for the commencement of financial leasing business by Shouguang Meilun	Total:	906,981,430	906,740,030	99.9734%	241,400	0.0266%	0	0.0000%		
		Of which: Shareholders at the general meeting with shareholding below 5%	109,991,077	109,749,677	99.7805%	241,400	0.2195%	0	0.0000%		
		Domestic listed domestic shares (A shares)	447,097,347	446,855,947	99.9460%	241,400	0.0540%	0	0.0000%		
		Domestic listed foreign shares (B shares)	266,759,278	266,759,278	100.0000%	0	0.0000%	0	0.0000%		
		Overseas listed foreign shares (H shares)	193,124,805	193,124,805	100.0000%	0	0.0000%	0	0.0000%		