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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 2019  
FIRST 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 2019 first 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 20 July 2019 and 16 August 2019 and published on the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 22 July 2019.

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: 14:30 on 3 September 2019.

(2) Online voting session:

Through trading systems: 9:30 - 11:30 and 13:00 - 15:00 on 3 September 2019

Through the internet: 15:00 on 2 September 2019 - 15:00 on 3 September 2019

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 106 shareholders (proxies) holding 905,198,498 shares, representing 31.16% of the total number of the shares of the Company carrying voting rights, were present at this meeting. There were 101 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 104,999,313 shares or 3.61% of the total number of the shares of the Company carrying voting rights at the meeting.

- (1) 57 shareholders (proxies), representing 857,346,504 shares or 29.52% of the total number of the shares of the Company carrying voting rights, were present at the physical meeting.
- (2) 49 shareholders (proxies), representing 47,851,994 shares or 1.65% 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 2019 first extraordinary general meeting.

Of which:

1. Attendance of holders of domestic listed domestic shares (A shares) of the Company:  
51 holders (proxies) of A shares, representing 451,385,185 A shares or 27.03% 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:  
53 holders (proxies) of B shares, representing 266,614,626 B shares or 37.74% 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:  
2 holders (proxy) of H shares, representing 187,198,687 H shares or 35.43% 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 3 ordinary resolutions (which were passed by shareholders representing over one half 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 resolutions of the 2019 First Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolutions are as follows:

##### **3 Ordinary Resolutions**

1. Resolution in relation to the amendments to the “Procedural Rules for the General Meeting”
2. Resolution in relation to the determination of remuneration of external Directors and shareholders’ representative supervisors
3. Resolution in relation to the acceptance of financial subsidy and connected transaction

For the resolution 3 regarding connected transaction, the connected shareholders had abstained from voting.

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 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, Rules for Shareholders’ General Meetings and the Articles of Association. The eligibility of the persons who attended this general meeting and the convenor of this general meeting were legal and valid. The procedures for and the results of the voting of this general meeting were legal and valid.

## VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions of the 2019 First Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited\*;
2. Legal opinion on the 2019 First 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  
3 September 2019

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

\* *For identification purposes only*

## Shandong Chenming Paper Holdings Limited

### The poll results statistics of the resolutions of the 2019 First 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
<b>I</b>	<b>3 ordinary resolutions</b>								
1.00	Resolution in relation to the amendments to the Procedural Rules for the General Meeting	Total:	905,198,498	903,393,104	99.8006%	1,488,394	0.1644%	317,000	0.0350%
		Of which: Shareholders at the general meeting with shareholding below 5%	104,999,313	103,193,919	98.2806%	1,488,394	1.4175%	317,000	0.3019%
		Domestic listed domestic shares (A shares)	451,385,185	449,963,835	99.6851%	1,104,350	0.2447%	317,000	0.0702%
		Domestic listed foreign shares (B shares)	266,614,626	266,230,582	99.8560%	384,044	0.1440%	-	0.0000%
		Overseas listed foreign shares (H shares)	187,198,687	187,198,687	100.0000%	-	0.0000%	-	0.0000%
2.00	Resolution in relation to the determination of remuneration of external Directors and shareholders' representative supervisors	Total:	905,198,498	902,110,154	99.6588%	3,057,394	0.3378%	30,950	0.0034%
		Of which: Shareholders at the general meeting with shareholding below 5%	104,999,313	101,910,969	97.0587%	3,057,394	2.9118%	30,950	0.0295%
		Domestic listed domestic shares (A shares)	451,385,185	448,680,885	99.4009%	2,673,350	0.5923%	30,950	0.0069%
		Domestic listed foreign shares (B shares)	266,614,626	266,230,582	99.8560%	384,044	0.1440%	-	0.0000%
		Overseas listed foreign shares (H shares)	187,198,687	187,198,687	100.0000%	-	0.0000%	-	0.0000%
3.00	Resolution in relation to the acceptance of financial subsidy and connected transaction	Total:	107,627,950	94,269,700	87.5885%	12,914,700	11.9994%	443,550	0.4121%
		Of which: Shareholders at the general meeting with shareholding below 5%	61,799,313	58,905,579	95.3175%	2,450,184	3.9647%	443,550	0.7177%
		Domestic listed domestic shares (A shares)	5,946,200	4,476,600	75.2851%	1,026,050	17.2556%	443,550	7.4594%
		Domestic listed foreign shares (B shares)	55,897,063	54,472,929	97.4522%	1,424,134	2.5478%	-	0.0000%
		Overseas listed foreign shares (H shares)	45,784,687	35,320,171	77.1441%	10,464,516	22.8559%	-	0.0000%

Note: Resolution 3 is related to connected transaction. Hence, Chenming Holdings Company Limited and Mr. Hu Changqing, the connected shareholders, shall abstain from voting on this resolution.