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山東晨鳴紙業集團股份有限公司

**SHANDONG CHENMING PAPER HOLDINGS LTD.\***

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1812)**

## **OVERSEAS REGULATORY ANNOUNCEMENT**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company published the “Announcement on Resolutions of the Third Meeting of the Ninth Session of the Board” dated 25 October 2019 on the website of Shenzhen Stock Exchange. The following is a translation of the official announcement solely for the purpose of providing information.

By order of the Board  
**Shandong Chenming Paper Holdings Limited**  
**Chen Hongguo**  
*Chairman*

Shandong, PRC  
25 October 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*

Stock code:  
000488 200488

Stock abbreviation:  
Chenming Paper Chenming B

Announcement No.:  
2019-118

## **Shandong Chenming Paper Holdings Limited**

### **Announcement on Resolutions of the Third Meeting of the Ninth Session of the Board**

The Company and all members of its board (the “Board”) of directors (the “Directors” and each a “Director”) 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.

The notice of the Third Meeting of the Ninth Session of the Board of Shandong Chenming Paper Holdings Limited (the “Company”) was despatched to all Directors in writing and by post on 14 October 2019, and the said meeting was held on 25 October 2019 by means of communication. 9 Directors were entitled to be present at the meeting and 9 Directors attended the meeting. This meeting of the Board was convened in compliance with the relevant PRC laws and regulations and the Articles of Association.

The following resolutions were considered and passed unanimously by the Directors present at the meeting:

#### **I. The full text and main body of 2019 Third Quarterly Report was considered and approved**

For details, please refer to relevant announcements published by the Company on the website of CNINFO ([www.cninfo.com.cn](http://www.cninfo.com.cn)) and the website of Hong Kong Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) on the same date.

The voting result of this resolution: votes for: 9; votes against: 0; votes abstained: 0.

#### **II. The resolution in relation to the changes in accounting policies was considered and approved**

The Ministry of Finance issued the “Notice on Revising and Circulating the Accounting Standards for Business Enterprises No. 21 – Leases” (Cai Kuai [2018] No. 35) on 13 December 2018, which made amendments to the Accounting Standards for Business Enterprises No. 21 – Leases, and required enterprises listed domestically and overseas, as well as those enterprises listed overseas implementing the International Financial Reporting Standards or the Accounting Standards for Business Enterprises to prepare financial

statements, to implement such amendments from 1 January 2019, and other enterprises implementing the Accounting Standards for Business Enterprises to implement such amendments from 1 January 2021.

The Ministry of Finance issued the “Notice on Revising and Circulating the Formats of Financial Statements of General Enterprises for the Year 2019” (Cai Kuai [2019] No. 6) on 30 April 2019, which made amendments to the formats of financial statements of general enterprises, and required the non-financial enterprises implementing the Accounting Standards for Business Enterprises to prepare the interim financial statements and annual financial statements for the Year 2019 and the financial statements for future periods in accordance with the Accounting Standards for Business Enterprises and Cai Kuai [2019] No. 6.

The Ministry of Finance issued the “Notice on Revising and Circulating the Accounting Standards for Business Enterprises No. 7 – Exchange of Non-monetary Assets” (Cai Kuai [2019] No. 8) on 9 May 2019, which made amendments to the Accounting Standards for Business Enterprises No. 7 – Exchange of Non-monetary Assets, and required enterprises implementing the Accounting Standards for Business Enterprises to implement such amendments from 10 June 2019.

The Ministry of Finance issued the “Notice on Revising and Circulating the Accounting Standards for Business Enterprises No. 12 – Debt Restructuring” (Cai Kuai [2019] No. 9) on 16 May 2019, which made amendments to the Accounting Standards for Business Enterprises No. 12 – Debt Restructuring, and required enterprises implementing the Accounting Standards for Business Enterprises to implement such amendments from 17 June 2019.

According to the above requirements of the Ministry of Finance, the Company has changed its accounting policies correspondingly. For details, please refer to relevant announcements disclosed on the website of CNINFO ([www.cninfo.com.cn](http://www.cninfo.com.cn)) and the website of the Hong Kong Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) on the same date.

The voting result of this resolution: votes for: 9; votes against: 0; votes abstained: 0.

### **III. The resolution in relation to the acceptance of financial subsidy and the related party transactions thereto was considered and approved**

In order to support the development of major operations of the Company, Chenming Holdings Limited (“Chenming Holdings”), the largest shareholder of the Company, proposed to provide financial subsidy of no more than RMB1 billion (inclusive) to the Company. The term of the financial subsidy shall be no more than one year (inclusive) and the interest rate shall be calculated at the market rate (subject to the actual condition). Chenming Holdings can

provide the financial subsidy in tranches based on the actual condition. The Company does not have to provide any form of guarantee, such as guarantee, security and pledge, to obtain the financial subsidy.

Mr. Chen Hongguo and Mr. Hu Changqing, the related party Directors, have abstained from voting on this resolution in accordance with related requirements. The resolution shall be submitted to the third extraordinary general meeting in 2019 for consideration, and the related parties who have interest in such related party transaction shall abstain from voting.

For details, please refer to relevant announcements disclosed on the website of CNINFO ([www.cninfo.com.cn](http://www.cninfo.com.cn)) and the website of the Hong Kong Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) on the same date.

The voting result of this resolution: votes for: 7; votes against: 0; votes abstained: 0.

Announcement is hereby given.

The Board of Shandong Chenming Paper Holdings Limited

25 October 2019