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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 2020
SECOND EXTRAORDINARY GENERAL MEETING, THE 2020
FIRST CLASS MEETING FOR HOLDERS OF DOMESTIC-LISTED
SHARES AND THE 2020 FIRST CLASS MEETING FOR HOLDERS
OF OVERSEAS-LISTED SHARES**

The Company 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 notices of the 2020 second extraordinary general meeting, the 2020 first class meeting for holders of domestic-listed shares and the 2020 first class meeting for holders of overseas-listed shares of Shandong Chenming Paper Holdings Limited (the “Company”) (hereinafter referred to as the “General Meetings”) were published on China Securities Journal, Shanghai Securities News, Securities Times, Securities Daily, Hong Kong Commercial Daily, the website of CNINFO (<http://www.cninfo.com.cn>) and the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 31 March 2020.

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

II. CONVENING OF THE MEETINGS

1. Time for convening the meetings:

- (1) Time for convening the physical meetings: the 2020 second extraordinary general meeting, the 2020 first class meeting for holders of domestic-listed shares and the 2020 first class meeting for holders of overseas-listed shares convened one by one at 14:00 on 15 May 2020.

(2) Online voting session:

Through trading systems: 9:30 – 11:30 and 13:00 – 15:00 on 15 May 2020

Through the internet: 9:15 – 15:00 on 15 May 2020

2. Venue for convening the physical meetings: 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 meetings: Voting at the physical meetings or online
5. Chairman of the physical meetings: Mr. Hu Changqing, the Vice Chairman
6. Convening of the meetings 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 MEETINGS

(I) Attendance of the 2020 second extraordinary general meeting

Overall attendance of the meeting:

The total number of the shares entitling the holders thereof to attend and vote at the General Meetings was 2,904,608,200 shares. A total of 108 shareholders (proxies) holding 268,307,314 shares, representing 9.2373% of the total number of the shares of the Company carrying voting rights, were present at this meeting. There were 100 shareholders (proxies) of domestic-listed shares present at the General Meetings (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 183,264,600 shares or 6.3094% of the total number of the shares of the Company carrying voting rights at the meeting.

There was no share of the Company entitling the holders to attend and vote only against the resolutions at this 2020 second extraordinary general meeting of the Company.

- (1) 55 shareholders (proxies), representing 163,095,350 shares or 5.6151% of the total number of the shares of the Company carrying voting rights, were present at the physical meeting.
- (2) 53 shareholders (proxies), representing 105,211,964 shares or 3.6222% of the total number of the shares of the Company carrying voting rights, voted online.

Of which:

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

58 holders (proxies) of A shares, representing 107,919,421 A shares or 6.4626% 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:

46 holders (proxies) of B shares, representing 75,345,179 B shares or 10.6663% 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:

4 holders (proxies) of H shares, representing 85,042,714 H shares or 16.0973% of the total number of H shares of the Company carrying voting rights, were present at this meeting.

(II) Attendance of the 2020 first class meeting for holders of domestic-listed shares:

The total number of the shares entitling the holders thereof to attend and vote at the 2020 first class meeting for holders of domestic-listed shares was 2,376,302,950 shares. A total of 105 shareholders (proxies) holding 183,861,300 shares, representing 7.7373% of the total number of the domestic-listed shares of the Company carrying voting rights, were present at this meeting. There were 101 shareholders (proxies) of domestic-listed shares present at the General Meetings (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 183,861,300 shares or 7.7373% of the total number of the shares of the Company carrying voting rights at the meeting.

There was no share of the Company entitling the holders to attend and vote only against the resolutions at this 2020 first class meeting for holders of domestic-listed shares.

Of which:

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

58 holders (proxies) of A shares, representing 107,919,421 A shares or 6.4626% 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:

47 holders (proxies) of B shares, representing 75,941,879 B shares or 10.7508% of the total number of B shares of the Company carrying voting rights, were present at this meeting.

(III) Attendance of the 2020 first class meeting for holders of overseas-listed shares:

The total number of the shares entitling the holders thereof to attend and vote at the 2020 first class meeting for holders of overseas-listed shares was 528,305,250 shares. A total of 4 holders (proxies) holding 85,042,714 shares, representing 16.0973% of the total number of H shares of the Company carrying voting rights, were present at this meeting.

There was no share of the Company entitling the holders to attend and vote only against the resolutions at this 2020 first class meeting for holders of overseas-listed shares of the Company.

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

IV. CONSIDERATION AND VOTING OF THE PROPOSED RESOLUTIONS

(I) 2020 second extraordinary general meeting

The following three special resolutions (which were 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 resolutions of the 2020 Second Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolutions are as follows:

THREE SPECIAL RESOLUTIONS

1. Resolution in relation to the “2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited (draft)” and its summary;
2. Resolution in relation to the “Assessment Management Measures for the Implementation of the 2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited”;
3. Resolution in relation to the authorisation granted by the general meeting to the Board to deal with matters relating to the share incentive scheme of the Company.

The shareholders present at the meeting who are intended to be the participants of the 2020 Restricted Share Incentive Scheme of the Company had abstained from voting on the three resolutions above.

(II) 2020 First Class Meeting for Holders of Domestic-Listed Shares

The following three special resolutions (which were 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 resolutions of the 2020 First Class Meeting for Holders of Domestic-Listed Shares” as attached to this announcement for details of the voting, and the resolutions are as follows:

THREE SPECIAL RESOLUTIONS

1. Resolution in relation to the “2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited (draft)” and its summary;
2. Resolution in relation to the “Assessment Management Measures for the Implementation of the 2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited”;
3. Resolution in relation to the authorisation granted by the general meeting to the Board to deal with matters relating to the share incentive scheme of the Company.

The shareholders present at the meeting who are intended to be the participants of the 2020 Restricted Share Incentive Scheme of the Company had abstained from voting on the three resolutions above.

(III) 2020 First Class Meeting for Holders of Overseas-Listed Shares

The following three special resolutions (which were passed by holders 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. Please refer to “The poll results statistics of the Resolutions of the 2020 First Class Meeting for Holders of Overseas-Listed Shares” as attached to this announcement for details of the voting, and the resolutions are as follows:

THREE SPECIAL RESOLUTIONS

1. Resolution in relation to the “2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited (draft)” and its summary;
2. Resolution in relation to the “Assessment Management Measures for the Implementation of the 2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited”;
3. Resolution in relation to the authorisation granted by the general meeting to the Board to deal with matters relating to the share incentive scheme of the Company.

The Company had appointed Grant Thornton LLP 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: Beijing King & Wood Mallesons (Qingdao Office)
2. Name of solicitors: Shi Xin and Zhou Xue
3. Conclusive opinion: The convening of and the procedures for the General Meetings 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 the General Meetings and the convenor of the General Meetings were legal and valid. The procedures for and the results of the voting of the General Meetings were legal and valid.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions of the 2020 second extraordinary general meeting, the 2020 first class meeting for holders of domestic-listed shares and the 2020 first class meeting for holders of overseas-listed shares;
2. Legal opinion on the 2020 second extraordinary general meeting, the 2020 first class meeting for holders of domestic-listed shares and the 2020 first class meeting for holders of overseas-listed shares of Shandong Chenming Paper Holdings Limited issued by Beijing King & Wood Mallesons (Qingdao Office).

Notice is hereby given.

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

Shandong, China
15 May 2020

As at the date of this announcement, the executive Directors are Mr. Chen Hongguo, Mr. Hu Changqing and Mr. Li Xingchun; 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 2020 Second 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
1	Three special resolutions								
1.00	Resolution in relation to the “2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited (draft)” and its summary	Total:	268,307,314	225,279,041	83.9631%	43,028,273	16.0369%	-	0.0000%
		Of which: Small and medium investors (A shares, B shares)	183,264,600	161,095,583	87.9033%	22,169,017	12.0967%	-	0.0000%
		Domestic-listed domestic shares (A shares)	107,919,421	94,304,130	87.3838%	13,615,291	12.6162%	-	0.0000%
		Domestic-listed foreign shares (B shares)	75,345,179	66,791,453	88.6473%	8,553,726	11.3527%	-	0.0000%
		Overseas-listed foreign shares (H shares)	85,042,714	64,183,458	75.4720%	20,859,256	24.5280%	-	0.0000%
		Total:	268,307,314	225,279,041	83.9631%	43,028,273	16.0369%	-	0.0000%
2.00	Resolution in relation to the “Assessment Management Measures for the Implementation of the 2020 Restricted Share Incentive Scheme (draft) of Shandong Chenming Paper Holdings Limited”	Of which: Small and medium investors (A shares, B shares)	183,264,600	161,095,583	87.9033%	22,169,017	12.0967%	-	0.0000%
		Domestic-listed domestic shares (A shares)	107,919,421	94,304,130	87.3838%	13,615,291	12.6162%	-	0.0000%
		Domestic-listed foreign shares (B shares)	75,345,179	66,791,453	88.6473%	8,553,726	11.3527%	-	0.0000%
		Overseas-listed foreign shares (H shares)	85,042,714	64,183,458	75.4720%	20,859,256	24.5280%	-	0.0000%
		Total:	268,307,314	225,279,041	83.9631%	43,028,273	16.0369%	-	0.0000%
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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
3.00	Resolution in relation to the authorisation granted by the general meeting to the Board to deal with matters relating to the share incentive scheme of the Company	Total:	268,307,314	225,279,041	83.9631%	43,028,273	16.0369%	-	0.0000%
		Of which: Small and medium investors (A shares, B shares)	183,264,600	161,095,583	87.90333%	22,169,017	12.0967%	-	0.0000%
		Domestic-listed domestic shares (A shares)	107,919,421	94,304,130	87.3838%	13,615,291	12.6162%	-	0.0000%
		Domestic-listed foreign shares (B shares)	75,345,179	66,791,453	88.6473%	8,553,726	11.3527%	-	0.0000%
		Overseas-listed foreign shares (H shares)	85,042,714	64,183,458	75.4720%	20,859,256	24.5280%	-	0.0000%

Note: The shareholders present at the meeting who are intended to be the participants of the 2020 Restricted Share Incentive Scheme of the Company had abstained from voting on the three resolutions above.

Shandong Chenming Paper Holdings Limited

The poll results statistics of the resolutions of the 2020 First Class Meeting for Holders of Domestic-listed Shares

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
1	Three special resolutions								
1.00	Resolution in relation to the "2020 Restricted Share Incentive Scheme (draft)" of Shandong Chenming Paper Holdings Limited (draft)" and its summary	Total:	183,861,300	161,692,283	87.9425%	22,169,017	12.0575%	-	0.0000%
		Of which: Small and medium investors (A shares, B shares)	183,861,300	161,692,283	87.9425%	22,169,017	12.0575%	-	0.0000%
		Domestic-listed domestic shares (A shares)	107,919,421	94,304,130	87.3838%	13,615,291	12.6162%	-	0.0000%
		Domestic-listed foreign shares (B shares)	75,941,879	67,388,153	88.7365%	8,553,726	11.2635%	-	0.0000%
2.00	Resolution in relation to the "Assessment Management Measures for the Implementation of the 2020 Restricted Share Incentive Scheme (draft)" of Shandong Chenming Paper Holdings Limited"	Total:	183,861,300	161,692,283	87.9425%	22,169,017	12.0575%	-	0.0000%
		Of which: Small and medium investors (A shares, B shares)	183,861,300	161,692,283	87.9425%	22,169,017	12.0575%	-	0.0000%
		Domestic-listed domestic shares (A shares)	107,919,421	94,304,130	87.3838%	13,615,291	12.6162%	-	0.0000%
		Domestic-listed foreign shares (B shares)	75,941,879	67,388,153	88.7365%	8,553,726	11.2635%	-	0.0000%

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
3.00	Resolution in relation to the authorisation granted by the general meeting to the Board to deal with matters relating to the share incentive scheme of the Company	Total:	183,861,300	161,692,283	87.9425%	22,169,017	12.0575%	-	0.0000%
		Of which: Small and medium investors (A shares, B shares)	183,861,300	161,692,283	87.9425%	22,169,017	12.0575%	-	0.0000%
		Domestic-listed domestic shares (A shares)	107,919,421	94,304,130	87.3838%	13,615,291	12.6162%	-	0.0000%
		Domestic-listed foreign shares (B shares)	75,941,879	67,388,153	88.7365%	8,553,726	11.2635%	-	0.0000%

Note: The shareholders present at the meeting who are intended to be the participants of the 2020 Restricted Share Incentive Scheme of the Company had abstained from voting on the three resolutions above.

Shandong Chenming Paper Holdings Limited

The poll results statistics of the resolutions of the 2020 First Class Meeting for Holders of Overseas-listed Shares

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
1	Three special resolutions								
1.00	Resolution in relation to the "2020 Restricted Share Incentive Scheme (draft)" of Shandong Chenming Paper Holdings Limited (draft)" and its summary	Total:	85,042,714	63,993,209	75.2483%	21,049,505	24.7517%	-	0.0000%
		Overseas-listed foreign shares (H shares)	85,042,714	63,993,209	75.2483%	21,049,505	24.7517%	-	0.0000%
2.00	Resolution in relation to the "Assessment Management Measures for the Implementation of the 2020 Restricted Share Incentive Scheme (draft)" of Shandong Chenming Paper Holdings Limited"	Total:	85,042,714	63,993,209	75.2483%	21,049,505	24.7517%	-	0.0000%
		Overseas-listed foreign shares (H shares)	85,042,714	63,993,209	75.2483%	21,049,505	24.7517%	-	0.0000%
3.00	Resolution in relation to the authorisation granted by the general meeting to the Board to deal with matters relating to the share incentive scheme of the Company	Total:	85,042,714	63,993,209	75.2483%	21,049,505	24.7517%	-	0.0000%
		Overseas-listed foreign shares (H shares)	85,042,714	63,993,209	75.2483%	21,049,505	24.7517%	-	0.0000%