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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  
FIFTH EXTRAORDINARY GENERAL MEETING**

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MEETING**

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 notice of the 2020 fifth extraordinary general meeting (hereinafter referred to as the “**General Meeting**”) of Shandong Chenming Paper Holdings Limited (hereinafter referred to as the “**Company**”) was published on China Securities Journal, Shanghai Securities News, Securities Times, Securities Daily and the website of CNINFO (<http://www.cninfo.com.cn>) on 5 December 2020, and was published on the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 6 December 2020.

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 21 December 2020

(2) Online voting session:

Through trading systems: 9:15 – 9:25, 9:30 – 11:30 and 13:00 – 15:00 on 21 December 2020

Through the Internet: 9:15 – 15:00 on 21 December 2020

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 the General Meeting was 2,984,208,200 shares. A total of 74 shareholders (proxies) holding 722,333,773 shares, representing 24.2052% of the total number of the shares of the Company carrying voting rights, were present at this meeting. There were 68 shareholders (proxies) of domestic listed shares present at the General Meeting (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 154,379,686 shares or 5.1732% of the total number of the shares of the Company carrying voting rights at the meeting.

- (1) 58 shareholders (proxies), representing 634,440,564 shares or 21.2599% of the total number of the shares of the Company carrying voting rights, were present at the physical meeting.
- (2) 16 shareholders (proxies), representing 87,893,209 shares or 2.9453% 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 resolution at this 2020 fifth extraordinary general meeting.

Of which:

1. Attendance of holders of domestic listed domestic shares (A shares) of the Company:  
23 holders (proxies) of A shares, representing 482,379,642 A shares or 27.5722% 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:  
50 holders (proxies) of B shares, representing 121,534,110 B shares or 17.2051% 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 118,420,021 H shares or 22.4151% 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 special resolutions (which were 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 2020 Fifth Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolutions are as follows:

##### **3 SPECIAL RESOLUTIONS**

1. Resolution on the Acquisition of Non-controlling Interest in a Subsidiary and External Guarantee
2. Resolution on the External Guarantee under the Equity Transfer
3. Resolution on the Issue of USD Bonds by a Subsidiary and Provision of Guarantee

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 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. Resolution of the 2020 Fifth Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited;
2. Legal opinion on the 2020 Fifth Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited issued by Beijing King & Wood Mallesons (Qingdao Office).

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

Shandong, China  
21 December 2020

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

**Percentage of shares carrying voting rights  
Shandong Chenming Paper Holdings Limited**

**The poll results statistics of the resolution of the 2020 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	As a percentage of shares held by shareholders with voting rights attending the EGM	No. of shares	Percentage (%) of the total number of the shares with voting rights on the resolution
<b>1</b>	<b>3 special resolutions</b>								
1.00	Resolution on the Acquisition of Non-controlling Interest in a Subsidiary of the Company and External Guarantee	Total:	722,333,773	699,129,259	96.7876%	6,214,841	0.8604%	16,989,673	2.3521%
		Of which: medium and minority investors (A shares, B shares)	154,379,686	136,871,275	88.6589%	2,359,841	1.5286%	15,148,570	9.8125%
		Domestic listed domestic shares (A shares)	482,379,642	481,194,387	99.7543%	448,905	0.0931%	736,350	0.1526%
		Domestic listed foreign shares (B shares)	121,534,110	105,210,954	86.5691%	1,910,936	1.5723%	14,412,220	11.8586%
		Domestic listed foreign shares (H shares)	118,420,021	112,723,918	95.1899%	3,855,000	3.2554%	1,841,103	1.5547%
2.00	Resolution on the External Guarantee under the Equity Transfer	Total:	722,333,773	699,114,059	96.7855%	6,135,791	0.8494%	17,083,923	2.3651%
		Of which: medium and minority investors (A shares, B shares)	154,379,686	136,856,075	88.6490%	2,375,041	1.5384%	15,148,570	9.8125%
		Domestic listed foreign shares (A shares)	482,379,642	481,179,187	99.7511%	464,105	0.0962%	736,350	0.1526%
		Domestic listed foreign shares (B shares)	121,534,110	105,210,954	86.5691%	1,910,936	1.5723%	14,412,220	11.8586%
		Domestic listed foreign shares (H shares)	118,420,021	112,723,918	95.1899%	3,760,750	3.1758%	1,935,353	1.6343%
3.00	Resolution on the Issue of USD Bonds by a Subsidiary and Provision of Guarantee	Total:	722,333,773	719,065,077	99.5475%	3,268,696	0.4525%	–	0.0000%
		Of which: medium and minority investors (A shares, B shares)	154,379,686	152,218,846	98.6003%	2,160,840	1.3997%	–	0.0000%
		Domestic listed foreign shares (A shares)	482,379,642	481,940,042	99.9089%	439,600	0.0911%	–	0.0000%
		Domestic listed foreign shares (B shares)	121,534,110	119,812,870	98.5837%	1,721,240	1.4163%	–	0.0000%
		Domestic listed foreign shares (H shares)	118,420,021	117,312,165	99.0645%	1,107,856	0.9355%	–	0.0000%