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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)**

**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.

Shandong Chenming Paper Holdings Limited (the “**Company**”) published the “Shandong Chenming Paper Holdings Limited: Supplemental Announcement in respect of Resolutions of the Eighth Meeting of the Ninth Session of the Board of Directors” dated 26 March 2021 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, the PRC  
26 March 2021

*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*

Stock code:

Stock abbreviation:

Announcement No.:

000488 200488

Chenming Paper Chenming B

2021-035

## **Shandong Chenming Paper Holdings Limited**

### **Supplemental Announcement in respect of Resolutions of the Eighth**

### **Meeting of the**

### **Ninth Session of the Board of Directors**

The Company and all members of the board of directors (the “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.

Shandong Chenming Paper Group Co., Ltd. (hereinafter referred to as the “Company”) disclosed the Announcement in respect of Resolutions of the Eighth Meeting of the Ninth Session of the Board of Directors of the Company (Announcement No.: 2021-024) in the China Securities Journal, Securities Times, Securities Daily, Shanghai Securities News, Hong Kong Commercial Daily, www.cninfo.com.cn and the website of the Hong Kong Stock Exchange (www.hkex.com.hk) on 26 March 2021. The relevant matters concerning the General Mandate to Issue New Shares in the announcement are now supplemented as follows:

#### **Before supplementation:**

XV. The general mandate to issue new shares was considered and approved

In accordance with relevant laws and regulations of the PRC, the listing rules of the place where the shares of the Company are listed and the Articles of Association, it is proposed at the general meeting that the Board be authorised, and be approved to delegate the authority to the Chairman to allot, issue and/or deal in additional A shares and/or B shares and/or H shares and/or preference shares and to make, grant or enter into offers, agreements, options, and other rights (including but not limited to restoration of voting rights of preference shares) for such A shares, B shares, H shares and/or preference shares under the general mandate and in accordance with its terms upon the approval of this resolution at the general meeting. The number of A shares, B shares and H shares involved shall not exceed 20% of the aggregate number of each of the A shares, B

shares and H shares as at the date of approval of this general mandate of the Company.

The resolution shall be submitted to the 2020 AGM of the Company for consideration and approval.

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

**After supplementation:**

XV. The general mandate to issue new shares was considered and approved

In accordance with relevant laws and regulations of the PRC, the listing rules of the place where the shares of the Company are listed and the Articles of Association, it is proposed at the general meeting that the Board be authorised, and be approved to delegate the authority to the Chairman to allot, issue and/or deal in additional A shares and/or B shares and/or H shares and/or preference shares and to make, grant or enter into offers, agreements, options, and other rights (including but not limited to restoration of voting rights of preference shares) for such A shares, B shares, H shares and/or preference shares under the general mandate and in accordance with its terms upon the approval of this resolution at the general meeting. The number of A shares, B shares and H shares involved shall not exceed 20% of the aggregate number of each of the A shares, B shares and H shares as at the date of approval of this general mandate of the Company.

**The special resolution on the general mandate is as follows:**

**1. Subject to the conditions listed in paragraphs (1), (2) and (3) below, the Board is unconditionally authorized and allowed to delegate the authority to the Chairman to exercise all the powers of the Company during the relevant period (as defined below) , to jointly or separately allot, issue and/or deal in the additional A shares and/or B shares and/or H shares and/or preference shares, and approve, sign and make or procure the signing and make all necessary or expedient offers, agreements, documents, share options and other rights relevant to the allotment, issuance and/or dealing in additional A shares and/or B shares and/or H shares and/or preference shares as it deems fit;**

**(1) The number of A shares and/or B shares and/or H shares and/or preference shares that the Board intends to allot, issue and/or trade, or conditionally or unconditionally agree to allot, issue and/or trade, shall not exceed 20% of the respective number of A shares and/or B shares and/or H shares and/or preference shares issued as at the date of approval of this special resolution of the Company;**

**(2) The Board shall only exercise the above mandate in accordance with the Chinese laws and regulations as amended from time to time, the listing rules of the jurisdictions where**

**the Company' s securities are listed and the applicable laws, rules and regulations promulgated by any other governments or regulatory agencies, and when all necessary approvals are obtained from the China Securities Regulatory Commission (CSRC) and other relevant Chinese authorities;**

**(3) The mandate shall not exceed the relevant period, but the Board is authorized to make, grant or enter into offers, agreements, share options or other rights, for such A shares, B shares, H shares and/or preference shares during the relevant period (as defined below), unless such matters need or may need to be exercised after the expiration of the relevant period.**

**2. For the purpose of this special resolution, "relevant period" means the period from the date of passing this special resolution until the earliest of:**

**(1) the conclusion of the next AGM of the Company following the passing of this special resolution;**

**(2) the 12-month anniversary following the passing of this special resolution;**

**(3) the date when a special resolution is approved by shareholders at general meeting to revoke or amend the mandate granted to the Board in this special resolution.**

**3. The Board is authorized to delegate the authority to the executive Directors and/or board secretary to make timely and necessary amendments to the Articles of Association of the Company as it deems fit in accordance with the share issuance method, type, number, and actual share structure of the Company after the completion of the share issuance to reflect the new share structure and registered capital (if needed) of the Company, as well as take any other necessary actions and go through any necessary procedures (including but not limited to obtaining approval from relevant regulatory agencies and the completion any registration procedures, etc.) to implement the share issuance pursuant to this special resolution.**

**For the issuance of additional A shares and/or B shares and/or preference shares, approval is required at the general meeting.**

The resolution shall be submitted to the 2020 AGM of the Company for consideration and approval.

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

Other information in the original announcement remained unchanged except for the above supplementary content.

Notice is hereby given.

The Board of Shandong Chenming Paper Holdings Limited

26 March 2021