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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 2018 FIRST
EXTRAORDINARY GENERAL MEETING**

I. IMPORTANT NOTICE

The notice of the 2018 first extraordinary general meeting of Shandong Chenming Paper Holdings Limited (the "Company") 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 30 December 2017, 26 January 2018 and 30 January 2018 and published on the website of Hong Kong Stock Exchange (<http://www.hkex.com.hk>) on 2 January 2018, 25 January 2018 and 29 January 2018.

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: 13:30 on 13 February 2018

(2) Online voting session:

Through trading systems: 9:30 - 11:30 and 13:00 - 15:00 on 13 February 2018

Through the internet: 15:00 on 12 February 2018 - 15:00 on 13 February 2018

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 and online voting

5. Chairman of the physical meeting: Mr. Yin Tongyuan, 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 1,936,405,467 shares. A total of 150 shareholders (proxies) holding 640,767,569 shares, representing 33.09% of the total number of the shares of the Company carrying voting rights, were present at this meeting. Among the voters, excluding the directors, supervisors and senior management of the Company and shareholder(s) individually or jointly holding over 5% equity interests in the Company, 145 shareholders (proxies) holding 204,423,464 shares, representing 10.56% of the total number of the shares of the Company carrying voting rights, were present at this meeting.

- (1) 105 shareholders (proxies), representing 623,723,988 shares or 32.21% of the total number of the shares of the Company carrying voting rights, were present at the physical meeting.
- (2) 45 shareholders (proxies), representing 17,043,581 shares or 0.88% 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 2018 first extraordinary general meeting.

Among the voters:

1. Attendance of Holders of Domestic Listed Domestic Shares (A Shares):

57 holders of A shares (proxies) holding 314,819,368 shares, representing 28.28% of the total number of the A shares of the Company carrying voting rights, were presented at this meeting.

2. Attendance of Holders of Domestic Listed Foreign Shares (B Shares):

92 holders of B shares (proxies) holding 186,614,423 shares, representing 39.63% of the total number of the B shares of the Company carrying voting rights, were presented at this meeting.

3. Attendance of Overseas Holders of Listed Shares (H Shares):

1 holder of H shares (proxy) holding 139,342,778 shares, representing 39.56% of the total number of the 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 RESOLUTIONS

The following 7 special resolutions (which were passed by shareholders representing over two-thirds of the total number of shares carrying voting rights at the meeting) and 4 ordinary resolutions (which were passed by shareholders representing over 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. Among which, the connected shareholders, namely Shouguang Chenming Holdings Company Limited and Chenming (HK) Limited, had abstained from voting for resolution number 8. Please refer to “The poll results statistics of the resolutions of the 2018 First Extraordinary General Meeting” as attached to this announcement for details of the voting, and the resolutions are as follows:

5 special resolutions

1. To consider and approve each of the resolutions on the issue of USD bonds;
 - 1.1 Issuer
 - 1.2 Size of issue
 - 1.3 Term of issue
 - 1.4 Coupon rate
 - 1.5 Use of proceeds
 - 1.6 Place of listing
 - 1.7 Term of validity of the resolution
 - 1.8 Authorisation in relation to the issue of USD bonds

2. To consider and approve the resolution on the provision of guarantee for the issue of USD bonds;
3. To consider and approve the resolution on the amendments to the Articles of Association;
4. To consider and approve the resolution on the amendments to the Rules of Procedures for the Board Meetings;
5. To consider and approve the resolution on the amendments to the Rules of Procedures for General Meetings;

2 ordinary resolutions

6. To consider and approve the resolution on the construction of differential viscose fibre and ancillary production facilities project of Huanggang Chenming;
7. To consider and approve the resolution on the construction of cogeneration project in the chemical industrial park of Huangguang Chenming;

2 special resolutions (additional resolutions)

8. To consider and approve the resolution on the related party transaction in respect of the transfer of 30% equity interest in and the sales loan due from Hongtai Real Estate held by Guangdong Dejun to the Company;
11. To consider and approve the resolution on the provision of 3-year guarantee of RMB12,000 million in favour of the related subsidiaries for their credit facilities applications;

2 ordinary resolutions (additional resolutions)

9. To consider and approve the resolution on the establishment of Beijing Chenming Financial Leasing Company;
10. To consider and approve the resolution on the establishment of Wuhan Chenming Financial Leasing Company;

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 were in compliance with the requirements of the laws and administrative regulations and the Articles of Association. The eligibility of the persons who attended this meeting and the convenor of the meeting were legal and valid. The procedures for and the results of the voting of the meeting were legal and valid. The resolutions of the general meeting were legal and valid.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions of the 2018 First Extraordinary General Meeting of Shandong Chenming Paper Holdings Limited;
2. Legal opinion on the 2018 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, the PRC
13 February 2018

As at the date of this announcement, the executive Directors are Mr. Chen Hongguo, Mr. Yin Tongyuan, Mr. Li Feng and Mr. Geng Guanglin; the non-executive Directors are Ms. Yang Guihua and Ms. Zhang Hong and the independent non-executive Directors are Ms. Pan Ailing, Ms. Wang Fengrong, Mr. Huang Lei and Ms. Liang Fu.

** For identification purpose only*

SHANDONG CHENMING PAPER HOLDINGS LIMITED

The poll results statistics of the resolutions of the 2018 First Extraordinary General Meeting

No.	Resolutions	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
I	5 special resolutions								
1	To consider and approve each of the resolutions on the issue of USD bonds								
1.01	Issuer	Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
		Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
1.02	Size of issue	Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
		Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
1.03	Term of issue	Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
		Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%

No.	Resolutions	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
1.04	Coupon rate	Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
1.05	Use of proceeds	Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
1.06	Place of listing	Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
1.07	Term of validity of the resolution	Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%

No.	Resolutions	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
1.08	Authorisation in relation to the issue of USD bonds	Total:	640,767,569	629,667,858	98.2677%	11,099,711	1.7323%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	193,323,753	94.5702%	11,099,711	5.4298%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	180,806,057	96.8875%	5,808,366	3.1125%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	134,051,435	96.2026%	5,291,343	3.7974%	0	0.0000%
2	The resolution on the provision of guarantee for the issue of USD bonds	Total:	640,767,569	616,692,078	96.2427%	24,075,491	3.7573%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	180,347,973	88.2227%	24,075,491	11.7773%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	168,726,337	90.4144%	17,888,086	9.5856%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	133,155,375	95.5596%	6,187,403	4.4404%	0	0.0000%
3	The resolution on the amendments to the Articles of Association	Total:	640,767,569	574,636,233	89.6794%	66,131,336	10.3206%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	138,292,128	67.6498%	66,131,336	32.3502%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	313,013,099	99.4291%	1,797,269	0.5709%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	155,014,495	83.0667%	31,599,928	16.9333%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	106,608,639	76.5082%	32,734,139	23.4918%	0	0.0000%
4	The resolution on the amendments to the Rules of Procedures for the Board Meetings	Total:	640,767,569	640,742,667	99.9961%	24,902	0.0039%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	204,398,562	99.9878%	24,902	0.0122%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,785,466	99.9921%	24,902	0.0079%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	186,614,423	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	139,342,778	100.0000%	0	0.0000%	0	0.0000%

No.	Resolutions	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
5	The resolution on the amendments to the Rules of Procedures for General Meetings	Total:	640,767,569	640,742,667	99.9961%	24,902	0.0039%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	204,398,562	99.9878%	24,902	0.0122%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,785,466	99.9921%	24,902	0.0079%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	186,614,423	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	139,342,778	100.0000%	0	0.0000%	0	0.0000%
II	2 ordinary resolutions								
6	The resolution on the construction of differential viscose fibre and ancillary production facilities project of Huanggang Chenming	Total:	640,767,569	640,767,567	100.0000%	2	0.0000%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	204,423,462	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	186,614,423	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	139,342,778	100.0000%	0	0.0000%	0	0.0000%
7	The resolution on the construction of cogeneration project in the chemical industrial park of Huangguang Chenming	Total:	640,767,569	640,767,567	100.0000%	2	0.0000%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	204,423,462	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	186,614,423	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	139,342,778	100.0000%	0	0.0000%	0	0.0000%
III	2 special resolutions (additional resolutions)								
8	The resolution on the related party transaction in respect of the transfer of 30% equity interest in and the sales loan due from Hongtai Real Estate held by Guangdong Dejun to the Company	Total:	105,009,537	105,009,535	100.0000%	2	0.0000%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	102,147,464	102,147,462	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed domestic shares (A shares)	21,806,711	21,806,709	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	46,136,048	46,136,048	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	37,066,778	37,066,778	100.0000%	0	0.0000%	0	0.0000%

No.	Resolutions	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
11	The resolution on the provision of 3-year guarantee of RMB12,000 million in favour of the related subsidiaries for their credit facilities applications	Total:	640,767,569	616,692,078	96.2427%	24,075,491	3.7573%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	180,347,973	88.2227%	24,075,491	11.7773%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	168,726,337	90.4144%	17,888,086	9.5856%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	133,155,375	95.5596%	6,187,403	4.4404%	0	0.0000%
IV	2 ordinary resolutions (additional resolutions)								
9	The resolution on the establishment of Beijing Chenming Financial Leasing Company	Total:	640,767,569	640,767,567	100.0000%	2	0.0000%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	204,423,462	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,810,366	100.0000%	2	0.0000%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	186,614,423	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	139,342,778	100.0000%	0	0.0000%	0	0.0000%
10	The resolution on the establishment of Wuhan Chenming Financial Leasing Company	Total:	640,767,569	640,742,667	99.9961%	24,902	0.0039%	0	0.0000%
		Of which: Shareholders at the general meeting with shareholding below 5%	204,423,464	204,398,562	99.9878%	24,902	0.0122%	0	0.0000%
		Domestic listed domestic shares (A shares)	314,810,368	314,785,466	99.9921%	24,902	0.0079%	0	0.0000%
		Domestic listed foreign shares (B shares)	186,614,423	186,614,423	100.0000%	0	0.0000%	0	0.0000%
		Overseas listed foreign shares (H shares)	139,342,778	139,342,778	100.0000%	0	0.0000%	0	0.0000%