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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)

## SUPPLEMENTARY NOTICE OF 2018 FIRST EXTRAORDINARY GENERAL MEETING

On 29 January 2018, the Company received a letter on extraordinary motions from its substantial shareholder, Shouguang Chenming Holding Limited ("Chenming Holding"). It is proposed that the shareholders shall approve the additional resolutions in relation to the Letter on New Motions for Approval at the 2018 First Extraordinary General Meeting of Chenming Paper at the 2018 first extraordinary general meeting. The additional resolutions in relation to the Resolution on the Related Party Transaction in Respect of the Transfer of 30% Equity Interest in and the Loan due from Hongtai Real Estate Held by Guangdong Dejun to the Company, the Resolution on the Establishment of Beijing Chenming Financial Leasing Company, the Resolution on the Establishment of Wuhan Chenming Financial Leasing Company and the Resolution on the Provision of 3-year Guarantee of RMB12,000 million in Favour of the Related Subsidiaries for Their Credit Facilities Applications are proposed to be considered and approved at the general meeting. According to Article 102 of the Articles of Association, shareholders individually or jointly holding over 3% of the total shares with voting rights of the Company are entitled to propose extraordinary motions to the Company and submit them to the convener ten (10) working days before the convening of the general meeting. The Company shall issue supplementary notice of the general meeting to announce the extraordinary motions within two (2) working days after receiving the proposed motions.

SUPPLEMENTARY NOTICE IS HEREBY GIVEN THAT the 2018 first extraordinary general meeting (the "EGM") of the Company will be held as originally scheduled at 1:30 p.m. on Tuesday, 13 February 2018, at the conference room of the research and development centre of the Company, No. 2199 Nongsheng Road East, Shouguang City, Shandong Province, the People's Republic of China (the "PRC") for the purpose of, if thought fit, passing the resolutions set out in the original EGM notice dated 29 December 2017 (the "Original Notice") as well as the following resolutions.

### **Special Resolution**

8.00 Resolution on the related party transaction in respect of the transfer of 30% equity interest in and the loan due from Hongtai Real Estate held by Guangdong Dejun to the Company

<sup>\*</sup> For identification purpose only

#### **Ordinary Resolutions**

9.00 Resolution on the establishment of Beijing Chenming Financial Leasing Company 10.00 Resolution on the establishment of Wuhan Chenming Financial Leasing Company

#### **Special Resolution**

11.00 Resolution on the provision of 3-year guarantee of RMB12,000 million in favour of the related subsidiaries for their credit facilities applications

This supplementary EGM notice dated 29 January 2018 shall be read in conjunction with the Original Notice. The supplementary proxy form should also be read in conjunction with the proxy form published at the websites of the Stock Exchange and the Company on 2 January 2018. The supplementary proxy form includes the voting column for the additional resolutions.

For details of the above resolutions, please refer to the announcement and the regulatory overseas announcements published on the website of the Stock Exchange of Hong Kong Limited and the Company on 29 January 2018.

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

Shandong, PRC 29 January 2018

Notes:

- 1. Each shareholder having the rights to attend and vote at the EGM is entitled to appoint one or more proxies (whether a shareholder or not) to attend and vote on his behalf. Should more than one proxy be appointed by one shareholder, such proxy shall only exercise his voting rights on a poll.
- 2. Shareholders can appoint a proxy by an instrument in writing (i.e. by using the proxy form enclosed). The proxy form shall be signed by the person appointing the proxy or an attorney authorised by such person in writing. If the proxy form is signed by an attorney, the power of attorney or other documents of authorisation shall be notarially certified. To be valid, the proxy form and the notarially certified power of attorney or other documents of authorisation must be delivered to in the case of H shares, the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; not later than 24 hours before the time scheduled for the holding of the EGM or any adjournment thereof.
- 3. Shareholders or their proxies shall present proofs of their identities upon attending the EGM. Should a proxy be appointed, the proxy shall also present the proxy form.
- 4. The EGM is expected to last for half day. The shareholders and proxies attending the EGM shall be responsible for their own travelling and accommodation expenses.
- 5. The Company's registered address:

No. 595 Shengcheng Road, Shouguang City, Shandong Province, the PRC

Postal code: 262705

Telephone: (86)-536-2158008 Facsimile: (86)-536-2158977

As at the date of this notice, 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.