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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 “Announcement in respect of Resolutions of the Sixth Meeting of the Eighth Session of the Board of Directors” dated 15 August 2017 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, PRC  
15 August 2017

*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 purposes only*

Stock abbreviation:  
Chenming Paper Chenming B

Stock code:  
000488 200488

Announcement No.:  
2017-091

## **Shandong Chenming Paper Holdings Limited**

### **Announcement in respect of Resolutions of the Sixth Meeting of the Eighth 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.

The notice of the sixth meeting of the eighth session of the Board of Shandong Chenming Paper Holdings Limited (the “Company”) was despatched to all Directors in writing and by post on 4 August 2017, and the said meeting was held by means of communication on 15 August 2017. 10 Directors were entitled to be present at the meeting and 10 Directors attended the meeting. The meeting was convened in compliance with the relevant PRC laws and regulations and the Articles of Association of the Company.

The following resolutions of this Board meeting were considered and passed unanimously by the Directors present at the meeting:

#### **I. Full text of the 2017 Interim Report of the Company and its summary were considered and approved**

For details, please refer to the relevant announcement disclosed on CNINFO ([www.cninfo.com.cn](http://www.cninfo.com.cn)) and the website of Hong Kong Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) on the same date.

The voting result of this resolution: votes for: 10, votes against: 0, votes abstained: 0.

#### **II. Resolution on investment and establishment of an equity investment fund was considered and approved**

In order to capitalise on the expertise of professional investment institutions in strengthening its capability of investment to facilitate the upgrade of businesses and its diversified development so as to enhance its market competitiveness and profitability, the Board of the Company agreed to jointly invest and establish an equity investment fund named Ningbo Kaichen Huamei Equity investment Fund Partnership (Limited Partnership) (寧波啟辰華美股權投資基金合夥企業(有限合夥)), subject to registration with industry and commerce authorities) with Zhuhai

Kaichenxing Investment Advisory Company (General Partnership) (珠海啟辰星投資諮詢企業(普通合夥)), Beijing Taihe Orient Investment Co., Ltd. (北京太和東方投資管理有限公司) and others in a limited partnership. The total size of the investment fund amounted to RMB500.02 million, among which RMB10,000 will be contributed by each of Zhuhai Kaichenxing and Beijing Taihe Orient as general partners and fund managers and account for 0.002% of the capital contribution of all partners, RMB200.00 million will be contributed by the Company as a limited partners and account for 39.998%, RMB80.00 million will be contributed by each of Tibet Guangqi (西藏光啟), Shenzhen Pengchong (深圳鵬翀) and Wang Chengjiang (王成江) as limited partners and account for 15.999% and RMB30.00 million will be contributed by Yu Xiaojie (于曉傑) and Sui Xinpeng (隋信朋) as limited partners and account for 6%.

For details, please refer to the relevant announcement disclosed on CNINFO (www.cninfo.com.cn) and the website of Hong Kong Stock Exchange (www.hkex.com.hk) on the same date.

The voting result of this resolution: votes for: 9, votes against: 0, votes abstained: 1.

### **III. Resolution on provision of guarantee to a subsidiary was considered and approved**

In order to secure the smooth project construction and ordinary production operation of Nanchang Chenming Arboriculture Co., Ltd. (“Nanchang Arboriculture”), a wholly-owned subsidiary of the Company, and reduce its financial costs, the Company intends to provide guarantee for the bank loans of Nanchang Arboriculture. The guarantee amount will not exceed RMB100 million (inclusive) for a term of not more than three years (inclusive).

The resolution shall be submitted to the 2017 third extraordinary general meeting of the Company for consideration and approval.

For details, please refer to the relevant announcement disclosed on CNINFO (www.cninfo.com.cn) and the website of Hong Kong Stock Exchange (www.hkex.com.hk) on the same date.

The voting result of this resolution: votes for: 10, votes against: 0, votes abstained: 0.

Notice is hereby given.

**The Board of Shandong Chenming Paper Holdings Limited**

15 August 2017