

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this announcement.*



*(A joint stock company with limited liability incorporated in the People's Republic of China)*  
**(H Shares Stock Code: 00317)**

## **POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021**

The Board is pleased to announce that the First Extraordinary General Meeting of 2021 was held on 7 July 2021 and the resolutions set out in the Notice of the First Extraordinary General Meeting of 2021 were duly passed by the Shareholders.

Reference is made to the notice (“**Notice of the First EGM of 2021**”) of CSSC Offshore & Marine Engineering (Group) Company Limited (the “**Company**”) dated 21 May 2021 in relation to the First Extraordinary General Meeting of 2021 (the “**First EGM of 2021**” or “**Meeting**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those used in the Notice of First Extraordinary General Meeting of 2021.

The Board is pleased to announce that the First EGM of 2021 was held at the Conference Room, 15/F, Marine Tower, 137 Gexin Road, Haizhu District, Guangzhou, the People’s Republic of China at 10:30 a.m. on 7 July 2021. The resolutions set out in the Notice of the First EGM of 2021 were duly passed by poll by attending Shareholders and proxies.

The First EGM of 2021 was convened by the tenth session of the Board of Company and Mr. Han Guangde, the chairman of the Company, presided over the Meeting. The convening, holding and the voting method of the First EGM of 2021 were in compliance with the requirements of the Company Law of the PRC, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”) and the Articles of Association of the Company.

5 out of 10 existing directors of the Company attended the Meeting, while Mr. Xiang Huiming, being executive director of the Company, Mr. Chen Zhongqian, Mr. Chen Ji and Mr. Gu Yuan, being the non-executive directors of the Company, and Mr. Nie Wei, being independent director of the Company, did not attend the Meeting due to personal work reasons.

1 out of 5 existing supervisors of the Company attended the Meeting, while Mr. Chen Shuofan and Mr. Zhu Weibin, being the supervisors of the Company, Mr. Zhang Qinghuan and Mr. Li Kai, both being the staff representative supervisors, did not attend the Meeting due to personal work reasons. Mr. Li Zhidong, being company secretary of the Company, Mr. Hou Zengquan, being chief financial officer of the Company, attended the Meeting.

## VOTING RESULTS AT THE FIRST EGM OF 2021

### Attendance at the First EGM of 2021

A total of 46 Shareholders and their proxies, representing 867,834,521 Shares, attended the First EGM of 2021 in person and by online voting, details of which are set out below:

1. Number of Shareholders and proxies who attended the Meeting (persons)	46
Of which: Number of Shareholders of A Shares	45
Number of Shareholders of overseas listed foreign Shares (H Shares)	1
2. Total number of Shares carrying voting rights held by Shareholders who attended the Meeting (Shares)	867,834,521
Of which: Total number of Shares held by Shareholders of A Shares	509,714,330
Total number of Shares held by Shareholders of overseas listed foreign Shares (H Shares)	358,120,191
3. Number of Shares carrying voting rights held by Shareholders who attended the Meeting as a percentage of the total number of the Shares carrying voting rights (%)	61.40%
Of which: Percentage of Shares held by Shareholders of A Shares relative to the total number of shares (%)	36.06%
Percentage of the Shares held by Shareholders of overseas listed foreign Shares (H Shares) to the total number of Shares (%)	25.34%

As at the date of the First EGM of 2021, the total number of issued Shares was 1,413,506,378 Shares, being the number of Shares entitling the holders thereof to attend the First EGM of 2021 and vote for or against or abstain from voting on the resolutions at the First EGM of 2021. As at the date of the First EGM of 2021, China State Shipbuilding Corporation Limited (“CSSC”) and its associates held 827,278,590 Shares (including 481,337,700 A Shares and 345,940,890 H Shares) in total, representing approximately 58.52% of the issued Shares of the Company. CSSC is the controlling shareholder of the Company. CSSC and its associates are required to abstain and had abstained from voting on ordinary resolution No.1 set out in the Notice of the First EGM of 2021 (i.e. the resolution to consider and approve the proposal on the controlling shareholder to exempt themselves from compliance with Step 3 of the undertaking to further avoid horizontal competition provided by controlling shareholder) at the First EGM of 2021. Save as disclosed above, there were no other Shareholders having right to attend the Meeting who were required to abstain from voting on any resolution at the Meeting under the Hong Kong Listing Rules, there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the First EGM of 2021 as set out in Rule 13.40 of the Hong Kong Listing Rules and no Shareholders of the Company were required under the Hong Kong Listing Rules to abstain from voting on the resolutions at the First EGM of 2021. There was no restriction for any Shareholders on casting votes for any of the resolutions at the First EGM of 2021.

## Consideration of the resolutions at the First EGM of 2021

As considered by Shareholders and their respective proxies attending the First EGM of 2021, relevant resolutions were voted by way of a combination of on-site voting and online voting. The voting results of the First EGM of 2021 are set out as follows:

Resolution No.	Details of resolution	Type of votes	For		Against		Abstain		Whether passed or not
			Number	%	Number	%	Number	%	
<b>Ordinary Resolutions</b>									
1	To consider and approve the proposal on the controlling shareholder to exempt themselves from compliance with Step 3 of the undertaking to further avoid horizontal competition provided by controlling shareholder	A Shareholders	28,353,330	99.9179	20,000	0.0705	3,300	0.0116	Passed
		H Shareholders	12,179,301	100	0	0	0	0	
		All Shareholders	40,532,631	99.9425	20,000	0.0493	3,300	0.0081	
2	To consider and approve the resolution on the appointment of auditor for financial reports of the Company for 2021	A Shareholders	509,699,430	99.9971	11,600	0.0023	3,300	0.0006	Passed
		H Shareholders	358,120,191	100	0	0	0	0	
		All Shareholders	867,819,621	99.9983	11,600	0.0013	3,300	0.0004	

In accordance with the relevant provision of the Company Law and the Articles of Association of the Company, the above resolutions are ordinary resolutions and were all passed by more than half of the total number of shares carrying voting rights held by those who attended the First EGM of 2021 in person or by proxies.

### SCRUTINEER

Ms. Li Ping of BDO China SHU LUN PAN Certified Public Accountants LLP, the auditor of the Company, Mr. Guan Qi and Ms. Lu Yanyuan, being two shareholder representatives of the Company, and Ms. Chen Shu, being the supervisor of the Company, were appointed as the scrutineers at the Meeting for the purpose of vote-taking.

## WITNESS OF LAWYERS

The First EGM of 2021 was attended and witnessed by Mr. Li Jiakuan and Ms. Jiang Kaixin, lawyers from Guangdong Jingguo Law Firm who had issued the legal opinion. The witnessing lawyers were of the opinion that: the convening and holding procedures of the First EGM of 2021 of the Company, the eligibility of the persons attending the First EGM of 2021 and the voting procedures for the First EGM of 2021 were in compliance with the stipulations of the Company Law of the PRC, the Rules of Procedures of Shareholders' General Meeting of Listed Companies and the Articles of Association, and that the Meeting was lawful and valid.

By order of the Board  
**CSSC Offshore & Marine Engineering (Group) Company Limited**  
**Li Zhidong**  
*Company Secretary*

Guangzhou, 7 July 2021

*As at the date of this announcement, the Board comprises ten Directors, namely executive Directors Mr. Han Guangde, Mr. Chen Liping and Mr. Xiang Huiming; non-executive Directors Mr. Chen Zhongqian, Mr. Chen Ji and Mr. Gu Yuan; and independent non-executive Directors Mr. Yu Shiyu, Mr. Lin Bin, Mr. Nie Wei and Mr. Li Zhijian.*