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

POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024

The Board is pleased to announce that the First EGM of 2024 was held on 2 February 2024 and the resolutions set out in the EGM Notice were duly passed by the Shareholders.

Reference is made to the notice (the “**EGM Notice**”) of CSSC Offshore & Marine Engineering (Group) Company Limited (the “**Company**”) and the circular of the Company dated 15 January 2024 (the “**Circular**”) in relation to the first extraordinary general meeting of 2024 of the Company (the “**First EGM of 2024**” or “**Meeting**”). Unless otherwise stated, capitalised terms used herein shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that the First EGM of 2024 was held at the conference room of the Company at 15th Floor, Marine Tower, No. 137 Gexin Road, Haizhu District, Guangzhou, the PRC at 9:00 a.m. on 2 February 2024. The resolutions set out in the EGM Notice were duly passed by poll by the attending Shareholders and proxies.

The First EGM of 2024 was convened by the Board. In accordance with the relevant provisions of the articles of association of the Company (the “**Articles of Association**”), the Meeting was presided over by Mr. Xiang Huiming, the Chairman of the Company. The convening, holding and the voting method of the First EGM of 2024 were in compliance with the requirements of the Company Law of the People's Republic of China (the “**Company Law**”), the Hong Kong Listing Rules and the Articles of Association.

9 out of the 10 existing Directors attended the Meeting, while the independent non-executive Director Mr. Yu Shiyou did not attend the Meeting due to work reasons;

3 out of the 5 existing Supervisors attended the Meeting, while the employee representative Supervisors Mr. Zhang Qinghuan and Mr. Li Kai did not attend the Meeting due to work reasons; and

Mr. Li Zhidong, the secretary to the Board and the company secretary of the Company, attended the Meeting. Mr. Hou Zengquan, the chief financial officer of the Company and Ms. Xie Xin, the independent non-executive Director candidate, were present at the Meeting.

Some of the Directors attended the Meeting by way of video conference due to work and other reasons.

VOTING RESULTS AT THE FIRST EGM OF 2024

Attendance at the First EGM of 2024

A total of 26 Shareholders and their proxies, representing 847,249,520 Shares, attended the First EGM of 2024 in person and by online voting, details of which are set out below:

1. Number of Shareholders and proxies who attended the Meeting (persons)	26
Of which: Number of holders of A Shares	25
Number of holders of overseas listed foreign Shares (H Shares)	1
2. Total number of Shares carrying voting rights held by the Shareholders who attended the Meeting (Shares)	847,249,520
Of which: Total number of Shares held by holders of A Shares	501,279,830
Total number of Shares held by holders of overseas listed foreign Shares (H Shares)	345,969,690
3. Number of Shares carrying voting rights held by the Shareholders who attended the Meeting as a percentage of the total number of Shares carrying voting rights (%)	59.94%
Of which: Percentage of Shares held by holders of A Shares relative to the total number of Shares (%)	35.46%
Percentage of the Shares held by holders of overseas listed foreign Shares (H Shares) relative to the total number of Shares (%)	24.48%

As at the date of the First EGM of 2024, 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 2024 and vote on the resolutions at the First EGM of 2024. As at the date of the First EGM of 2024, (i) no Shareholders had stated their intention in the Circular to vote against or abstain from voting on the resolutions at the First EGM of 2024; (ii) there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the First EGM of 2024 as set out in Rule 13.40 of the Hong Kong Listing Rules; (iii) no Shareholder was required to abstain from voting on the resolutions proposed at the First EGM of 2024; and (iv) there was no restriction for any Shareholders on casting votes for any of the resolutions at the First EGM of 2024.

Consideration of the resolutions at the First EGM of 2024

As considered by Shareholders and their respective proxies attending the First EGM of 2024, relevant resolutions were voted by way of a combination of on-site voting and online voting. The voting results of the First EGM of 2024 were set out as follows:

Resolution No.	Details of resolution	Type of votes	For		Against		Abstain		Whether or not passed
			Number	%	Number	%	Number	%	
Ordinary Resolution									
1	To consider and approve the resolution in relation to the formulation of the Management Rules for the Remuneration of the Eleventh Session of Directors, Supervisors and Senior Management of COMEC	A Shareholders	501,279,830	100	-	-	-	-	Passed
		H Shareholders	345,969,690	100	-	-	-	-	
		All Shareholders	847,249,520	100	-	-	-	-	

Resolution No.	Ordinary resolutions adopting cumulative voting	Number	As a proportion of the effective voting rights present at the Meeting (%)	Whether or not passed
2.00	To consider and approve the resolutions in relation to the election of directors of the Company			
2.01	To consider and approve the resolution in relation to the election of Mr. Xiang Huiming as an executive director of the Company	847,200,720	99.9942	Passed
2.02	To consider and approve the resolution in relation to the election of Mr. Chen Liping as an executive director of the Company	847,200,720	99.9942	Passed
2.03	To consider and approve the resolution in relation to the election of Mr. Zhang Junxiong as an executive director of the Company	847,200,720	99.9942	Passed

Resolution No.	Ordinary resolutions adopting cumulative voting	Number	As a proportion of the effective voting rights present at the Meeting (%)	Whether or not passed
2.04	To consider and approve the resolution in relation to the election of Mr. Chen Ji as a non-executive director of the Company	847,200,720	99.9942	Passed
2.05	To consider and approve the resolution in relation to the election of Mr. Gu Yuan as a non-executive director of the Company	847,200,720	99.9942	Passed
2.06	To consider and approve the resolution in relation to the election of Mr. Ren Kaijiang as a non-executive director of the Company	847,200,720	99.9942	Passed
2.07	To consider and approve the resolution in relation to the election of Mr. Yin Lu as a non-executive director of the Company	847,200,720	99.9942	Passed
3.00	To consider and approve the resolutions in relation to the election of independent non-executive directors of the Company			
3.01	To consider and approve the resolution in relation to the election of Mr. Lin Bin as an independent non-executive director of the Company	847,200,720	99.9942	Passed
3.02	To consider and approve the resolution in relation to the election of Mr. Nie Wei as an independent non-executive director of the Company	847,200,720	99.9942	Passed
3.03	To consider and approve the resolution in relation to the election of Mr. Li Zhijian as an independent non-executive director of the Company	847,200,720	99.9942	Passed
3.04	To consider and approve the resolution in relation to the election of Ms. Xie Xin as an independent non-executive director of the Company	847,200,720	99.9942	Passed

Resolution No.	Ordinary resolutions adopting cumulative voting	Number	As a proportion of the effective voting rights present at the Meeting (%)	Whether or not passed
4.00	To consider and approve the resolutions in relation to the election of supervisors of the Company			
4.01	To consider and approve the resolution in relation to the election of Mr. Chen Shuofan as a supervisor of the Company	847,200,720	99.9942	Passed
4.02	To consider and approve the resolution in relation to the election of Ms. Chen Shu as a supervisor of the Company	847,200,720	99.9942	Passed
4.03	To consider and approve the resolution in relation to the election of Mr. Zhu Weibin as a supervisor of the Company	847,200,720	99.9942	Passed

In accordance with the relevant provisions of the Company Law and the Articles of Association, Resolution No.1 of the above ordinary resolutions was duly passed by more than half of the total number of Shares carrying voting rights held by those who attended the First EGM of 2024 in person or by proxies.

Cumulative voting system was applicable to the resolutions numbered 2.01 to 2.07 (inclusive), 3.01 to 3.04 (inclusive) and 4.01 to 4.03 (inclusive). A candidate for Director or Supervisor is elected when the number of votes in favour obtained by such candidate exceeds half of the total number of Shares with voting rights held by the Shareholders attending the First EGM of 2024. As each of the above resolutions received more than half of the votes cast, they were duly passed as ordinary resolutions.

SCRUTINEERS

Ms. Zhu Ao of BDO China Shu Lun Pan Certified Public Accountants LLP, the auditor of the Company, Mr. Gao Guohui, being the Shareholder representative of the Company and Ms. Liang Xiaoying, being the proxy of a Shareholders, and Ms. Chen Shu, being a Supervisor, were appointed as the scrutineers at the Meeting for the purpose of vote-taking.

WITNESS OF LAWYERS

The First EGM of 2024 was attended and witnessed by Mr. Su Yuhong and Ms. Xu Lin, lawyers from Beijing Yingke Law Firm Guangzhou Office who had issued the legal opinion. The witnessing lawyers were of the opinion that: the convening and procedures, the qualifications of the convener and the attendees and the voting process of the First EGM of 2024 conformed to the requirements of the relevant laws, regulations, normative documents and the Articles of Association. The voting results were lawful and valid.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND EMPLOYEE REPRESENTATIVE SUPERVISORS

As disclosed in the announcement of the Company dated 29 December 2023 (the “**Announcement**”), Mr. Yu Shiyou, an independent non-executive Director, and Mr. Zhang Qinghuan and Mr. Li Kai, the employee representative Supervisors, had retired as Director and Supervisors respectively after the end of the First EGM of 2024. To the best of the knowledge and belief of the Board and the Supervisory Committee having made all reasonable enquiries, there is no disagreement between each of Mr. Yu, Mr. Zhang and Mr. Li and the Board and the Supervisory Committee and there are no matters which need to be brought to the attention of the Shareholders.

APPOINTMENT OF EXECUTIVE DIRECTORS, NON-EXECUTIVE DIRECTORS, INDEPENDENT NON-EXECUTIVE DIRECTORS AND NON-EMPLOYEE REPRESENTATIVE SUPERVISORS

The Board announces that Mr. Xiang Huiming, Mr. Chen Liping; and Mr. Zhang Junxiong have been appointed as executive Directors of the eleventh session of the Board; Mr. Chen Ji, Mr. Gu Yuan, Mr. Ren Kaijiang and Mr. Yin Lu have been appointed as non-executive Directors of the eleventh session of the Board; and Mr. Lin Bin, Mr. Nie Wei, Mr. Li Zhijian and Ms. Xie Xin have been appointed as independent non-executive Directors of the eleventh session of the Board. Meanwhile, Mr. Chen Shuofan, Ms. Chen Shu and Mr. Zhu Weibin have been appointed as non-employee representative Supervisors of the eleventh session of the Supervisory Committee.

Ms. Xie Xin, as a new independent non-executive Director of the eleventh session of the Board, has confirmed (i) her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Hong Kong Listing Rules; (ii) that she does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor any connection with any core connected person (as such term is defined in the Hong Kong Listing Rules) of the Company; and (iii) that there are no other factors that may affect her independence at the time of her appointment.

The appointment of the Directors of the eleventh session of the Board and the non-employee representative Supervisors of the eleventh session of the Supervisory Committee have become effective upon approval by the Shareholders by way of ordinary resolutions at the First EGM of 2024 for a term of three years commencing from the date of being elected and ending on the expiry of the eleventh session of the Board and the eleventh session of the Supervisory Committee, respectively.

Mr. Ouyang Beijing and Mr. Zhang Xinglin, the two employee representative Supervisors of the eleventh session of the Supervisory Committee who were elected in the general meeting of employees of the Company and the joint meeting of the labor unions and the staff councils of Huangpu Wenchong, respectively, have formed the eleventh session of the Supervisory Committee together with the three non-employee representative Supervisors elected at the First EGM of 2024. The term of office of the aforesaid employee representative Supervisors commences from the date of the First EGM of 2024 to the expiry of the eleventh session of the Supervisory Committee.

Please refer to the Circular for the biographical details of the Directors of the eleventh session of the Board and the non-employee representative Supervisors of the eleventh session of the Supervisory Committee and the term of appointment; and for biographical details of the employee representative Supervisors of the eleventh session of the Supervisory Committee and the term of appointment, please refer to the Announcement. As at the date of this announcement, the relevant information remained unchanged.

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

Guangzhou, 2 February 2024

As at the date of this announcement, the Board comprises eleven Directors, namely executive Directors Mr. Xiang Huiming, Mr. Chen Liping and Mr. Zhang Junxiong; non-executive Directors Mr. Chen Ji, Mr. Gu Yuan, Mr. Ren Kaijiang and Mr. Yin Lu; and independent non-executive Directors Mr. Lin Bin, Mr. Nie Wei, Mr. Li Zhijian and Ms. Xie Xin.