

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 howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Offeror or CPMC nor is it a solicitation of any vote or approval in any jurisdiction. This announcement is not for release, publication or distribution in or into any jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.

CHAMPION HOLDING (BVI) CO., LTD

(incorporated in the British Virgin Islands with limited liability)

**PRE-CONDITIONAL VOLUNTARY GENERAL CASH OFFER BY
SHENWAN HONGYUAN CAPITAL (H.K.) LIMITED
ON BEHALF OF CHAMPION HOLDING (BVI) CO., LTD
TO ACQUIRE ALL THE ISSUED SHARES OF
CPMC HOLDINGS LIMITED (OTHER THAN
THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY THE
OFFEROR OR PARTIES ACTING IN CONCERT WITH IT)
ANTITRUST APPROVAL FROM GERMANY FEDERAL CARTEL OFFICE**

Financial adviser to the Offeror



Shenwan Hongyuan Capital (H.K.) Limited

Reference is made to (i) the joint announcement issued by Champion HOLDING (BVI) CO., LTD (the “**Offeror**”) and CPMC Holdings Limited (“**CPMC**”) dated 6 December 2023 pursuant to Rule 3.5 of the Takeovers Code (the “**3.5 Announcement**”), (ii) the announcement issued by the Offeror dated 27 December 2023 in relation to the delay in despatch of the offer document, (iii) the monthly update announcements issued by the Offeror dated 26 January 2024 and 22 March 2024, and (iv) the update announcements issued by the Offeror dated 19 February 2024, 23 February 2024 and 15 April 2024 in relation to obtaining of approval from SASAC, MOFCOM and NDRC, respectively. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the 3.5 Announcement.

As disclosed in the 3.5 Announcement, the making of the Offer is subject to the satisfaction of the Pre-Conditions (as the case may require) by the Pre-Conditions Long Stop Date. As at the date of this announcement, in addition to the approval obtained from SASAC, MOFCOM and NDRC respectively, the Offeror has identified that antitrust clearance is required from Germany Federal Cartel Office and Vietnam Competition Commission, being the international antitrust review authorities, and the Offeror has obtained the official unconditional antitrust clearance decision from Germany Federal Cartel Office in connection with the Offer. The Pre-Conditions including receipt of antitrust clearance from SAMR and Vietnam Competition Commission and the approval or authorisation from SAFE in connection with the Offer (as the case may require) currently remain to be satisfied. Save as disclosed above, there are no further updates on the fulfilment of the Pre-Conditions. The Offeror will continue to work towards satisfaction of the Pre-Conditions.

Further announcement(s) will be made by the Offeror on the latest status of the Offer and the timing of despatch of the offer document as and when appropriate.

WARNING: The Pre-Conditions must be satisfied before the making of the Offer. The making of the Offer is therefore a possibility only and all references to the Offer in this announcement are references to the possible Offer which will be implemented if and only if the Pre-Conditions are satisfied. Shareholders and potential investors of CPMC should note that there is no assurance that the Offer will proceed. The Offer may or may not become unconditional and will lapse if it does not become unconditional. The Offeror will publish announcement(s) to update the status of the Offer as and when appropriate. Shareholders and potential investors of CPMC are therefore advised to exercise caution when dealing in the securities of CPMC, and if they are in any doubt about their position, they should consult their professional adviser(s).

By order of the sole director of
CHAMPION HOLDING (BVI) CO., LTD
Li Jiantao
Sole Director

Hong Kong, 26 April 2024

As at the date of this announcement, (i) the directors of Baowu are Mr. Hu Wangming, Mr. Hou Angui, Mr. Tang Fuping, Mr. Luo Jianchuan, Mr. Cheng Daoran, Mr. Hu Zhanghong and Mr. Zhang Helei; (ii) the directors of Changping Industrial are Ms. Lu Qiaoling, Mr. Li Jiantao, Mr. Zhang Xiaojun, Mr. Xiao Linxing and Ms. Zong Yuran; and (iii) the sole director of the Offeror is Mr. Li Jiantao.

The directors of Baowu and Changping Industrial and the sole director of the Offeror jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.