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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 SECOND EXTRAORDINARY GENERAL MEETING OF 2024; AND
INTERIM DIVIDEND FOR THE FIRST HALF-YEAR OF 2024**

The Board is pleased to announce that the Second EGM of 2024 was held on 27 September 2024 and the resolutions set out in the EGM Notice were duly passed by the Shareholders.

References are made to the notice (the “**EGM Notice**”) of CSSC Offshore & Marine Engineering (Group) Company Limited (the “**Company**”) and the circular of the Company dated 6 September 2024 (the “**Circular**”) in relation to the second extraordinary general meeting of 2024 of the Company (the “**Second 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 Second 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 3:00 p.m. on 27 September 2024. The resolutions set out in the EGM Notice were duly passed by poll by the attending Shareholders and proxies.

The Second 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. Chen Liping, an executive Director and the general manager of the Company. The convening, holding and the voting method of the Second 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.

6 out of the 8 existing Directors attended the Meeting, while Mr. Gu Yuan and Mr. Yin Lu, being the non-executive Directors, did not attend the Meeting due to work reasons;

2 out of the 4 existing Supervisors attended the Meeting, while Ms. Chen Shu, the external Supervisor and Mr. Zhang Xinglin, the employee representative Supervisor, 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 Mr. Xu Wanxu, the Supervisor candidate, were present at the Meeting.

VOTING RESULTS AT THE SECOND EGM OF 2024

Attendance at the Second EGM of 2024

A total of 691 Shareholders and their proxies, representing 873,745,843 Shares, attended the Second 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)	691
Of which: Number of holders of A Shares	690
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)	873,745,843
Of which: Total number of Shares held by holders of A Shares	522,428,953
Total number of Shares held by holders of overseas listed foreign Shares (H Shares)	351,316,890
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 (%)	61.81%
Of which: Percentage of Shares held by holders of A Shares relative to the total number of Shares (%)	36.96%
Percentage of the Shares held by holders of overseas listed foreign Shares (H Shares) relative to the total number of Shares (%)	24.85%

As at the date of the Second 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 Second EGM of 2024 and vote on the resolutions at the Second EGM of 2024. As at the date of the Second 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 Second EGM of 2024; (ii) there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the Second 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 Second EGM of 2024; and (iv) there was no restriction for any Shareholders on casting votes for any of the resolutions at the Second EGM of 2024.

Consideration of the resolutions at the Second EGM of 2024

As considered by Shareholders and their respective proxies attending the Second EGM of 2024, relevant resolutions were voted by way of a combination of on-site voting and online voting. The voting results of the Second 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 profit distribution proposal for the first half-year of 2024	A Shareholders	521,979,343	99.9139	374,990	0.0718	74,620	0.0143	Passed
		H Shareholders	351,008,890	99.9123	0	0	308,000	0.0877	
		All Shareholders	872,988,233	99.9133	374,990	0.0429	382,620	0.0438	

Resolution No.	Ordinary resolution 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 resolution in relation to the election of a supervisor of the Company			
2.01	To consider and approve the resolution in relation to the election of Mr. Xu Wanxu as a supervisor of the Company	871,408,253	99.7325	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 Second EGM of 2024 in person or by proxies.

Cumulative voting system was applicable to the resolution numbered 2.01. A candidate for 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 Second EGM of 2024. As more than half of the votes were cast in favour of the resolution numbered 2.01, it was duly passed as an ordinary resolution.

SCRUTINEERS

Mr. Li Xiaotian of BDO China Shu Lun Pan Certified Public Accountants LLP, the auditor of the Company, Ms. Liang Xiaoying and Ms. Li Yinhui, proxies of the Company, and Mr. Zhu Weibin, a Supervisor, were appointed as the scrutineers at the Meeting for the purpose of vote-taking.

WITNESS OF LAWYERS

The Second 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 Second 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.

APPOINTMENT OF A SUPERVISOR

The Board announced that Mr. Xu Wanxu has been appointed as a Supervisor of the eleventh session of the Supervisory Committee, becoming effective upon the conclusion of the Second EGM of 2024 until the expiration of the term of the eleventh session of the Supervisory Committee. On the same date, Mr. Xu has been appointed as the Chairman of the eleventh session of the Supervisory Committee. For biographical details of Mr. Xu, please refer to the Circular. As at the date of this announcement, the relevant information remained unchanged.

INTERIM DIVIDEND OF THE FIRST HALF-YEAR OF 2024

The Company will distribute the interim dividend of RMB16,962,076.54 (tax inclusive) for the six months ended 30 June 2024 or RMB0.12 (tax inclusive) per every 10 Shares based on the total number of 1,413,506,378 Shares of the Company.

CLOSURE OF REGISTER OF MEMBERS

In order to qualify Shareholders for the interim dividend for the first half-year of 2024, the register of members of the Company will be closed from 15 October 2024 to 18 October 2024 (both days inclusive), during which period no transfer of Shares will be registered. All completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Hong Kong Registrars Limited, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong by 4:30 p.m. on 14 October 2024. Shareholders whose names appear on the register of members of the Company on 18 October 2024 (the "**Record Date**") for H Shares, are entitled to receive the interim dividend in cash for the six months ended 30 June 2024.

Dividends payable to the holders of H Shares shall be paid in Hong Kong dollars. The amount of Hong Kong dollars payable shall be calculated on the basis of the average median price for conversion of Renminbi to Hong Kong dollars as announced by The People's Bank of China for the five trading days prior to the Second EGM of 2024, i.e. calculated at HKD1 to RMB0.904624. Accordingly, the interim dividend for the first half-year of 2024 will be paid to the holders of H Shares at an amount of HKD0.132652 per 10 Shares (tax inclusive).

The Company will appoint Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to such Receiving Agent the interim dividend declared for payment to holders of H Shares. The Receiving Agent will pay the interim dividend on Friday, 22 November 2024. Relevant cheques will be despatched on the same day to holders of H Shares entitled to receive such dividends by ordinary post and at the risk of Shareholders.

WITHHOLDING AND PAYMENT OF CORPORATE INCOME TAX FOR NON-RESIDENT ENTERPRISE SHAREHOLDERS

According to the Law on Corporate Income Tax of the People’s Republic of China (《中華人民共和國企業所得稅法》) and the relevant implementing rules which came into effect on 1 January 2008, the Company is required to withhold and pay corporate income tax at the rate of 10% before distributing dividends to non-resident enterprise Shareholders whose names appear on the register of H Shareholders of the Company. Any H Shares registered in the name of non-individual H Shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise Shareholders and therefore the dividends will be subject to the withholding and payment of corporate income tax. Should any H Shareholder wish to change its Shareholder status, please consult your agent or trust institution over the relevant procedure. The Company will withhold payment of the corporate income tax strictly in accordance with the relevant laws or requirements of the relevant governmental departments and strictly based on what has been registered on the Company’s register of H Shareholders on the Record Date.

WITHHOLDING AND PAYMENT OF INDIVIDUAL INCOME TAX FOR INDIVIDUAL FOREIGN SHAREHOLDERS

According to the regulation promulgated by the State Administration of Taxation of the People’s Republic of China (Guo Shui Han [2011] No. 348), the Company is required to withhold and pay the individual income tax for its individual H Shareholders (the “**Individual H Shareholder(s)**”) and the Individual H Shareholders are entitled to the relevant tax preferential treatments according to the tax agreements between those countries where the Individual H Shareholders are residents and the PRC and the provisions in respect of tax arrangements between mainland China and Hong Kong (Macau). The Company would withhold and pay the individual income tax at the tax rate of 10% on behalf of the Individual H Shareholders who are Hong Kong residents, Macau residents or residents of those countries having agreements with the PRC for individual income tax rate in respect of dividends of 10%. For Individual H Shareholders who are residents of those countries having agreements with the PRC for individual income tax rates lower than 10% in respect of a dividend, the Company would make applications on their behalf to seek entitlement of the relevant agreed preferential treatments under Tax Treaties in accordance with the Administrative Measures on Entitlement of Non-residents to Treatment under Tax Treaties (Announcement No. 35 of the State Taxation Administration (2019)) (《非居民納稅人享受稅收協議待遇管理辦法》(國家稅務總局公告2019年第35號)) if such Shareholders claim refund of the amount in excess of the individual income tax payable under the tax agreements, provided that the relevant Shareholders shall submit the relevant documents and data in accordance with the requirements of the relevant tax agreements in a timely manner and provide supplemental information on their entitlements of treatments under the relevant agreements. The Company would assist with the refund of the paid amount in excess of the tax payable under the tax agreements subject to approval of

the competent tax authority. For Individual H Shareholders who are residents of those countries having agreements with the PRC for individual income tax rates in respect of a dividend higher than 10% but lower than 20%, the Company would withhold the individual income tax at the agreed effective tax rate. For Individual H Shareholders who are residents of those countries without any taxation agreements with the PRC or having agreements with the PRC for individual income tax in respect of a dividend of 20% and other circumstances, the Company would withhold the individual income tax at the tax rate of 20%.

The Company will determine the country of domicile of an Individual H Shareholder based on the registered address as recorded in the register of members of the Company and will accordingly withhold and pay the individual income tax. The Company will not entertain any claims arising from or assume no liability whatsoever in respect of any delay in, or inaccurate determination of, the status of the Shareholders or any disputes over the withholding and payment of tax.

PROFIT DISTRIBUTION TO INVESTORS OF NORTHBOUND TRADING

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A shares of the Company listed on the Shanghai Stock Exchange (“**Northbound Trading**”), their dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominees holding such shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate which is lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. The record date and the date of distribution of dividends and other arrangements for the investors of Northbound Trading will be the same as those for the holders of A shares.

PROFIT DISTRIBUTION TO INVESTORS OF SOUTHBOUND TRADING

For investors of the Shanghai Stock Exchange (including enterprises and individuals) and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H shares of the Company listed on the Hong Kong Stock Exchange (“**Southbound Trading**”), the Company has entered into the “Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading” (港股通 H股股票現金紅利派發協議) with the Shanghai Branch of China Securities Depository and Clearing Corporation Limited and the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited respectively, pursuant to which, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited and the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominees of the holders of H shares for Southbound Trading, will receive all cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H shares of Southbound Trading through its depository and clearing system. The cash dividends for the investors of H shares of Southbound Trading will be paid in RMB. Pursuant to the relevant requirements under the “Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect” (關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知) (Caishui [2014] No. 81) and Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) 《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅([2016]127號)》), for dividends received by domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves. The record date and the date of distribution of dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders.

All investors are requested to read this announcement carefully. Shareholders should seek advice from their taxation advisors regarding the PRC, Hong Kong and other tax implications for their holding and disposing of H Shares of the Company.

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

Guangzhou, 27 September 2024

The Board of the Company comprises eight Directors, namely an executive Director Mr. Chen Liping; non-executive Directors 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.