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中船海洋与防务装备股份有限公司

CSSC OFFSHORE & MARINE ENGINEERING (GROUP) COMPANY LIMITED

(a joint stock company with limited liability incorporated in the People's Republic of China)

(H Shares Stock Code: 00317)

**DELAY IN DESPATCH OF CIRCULARS
POSTPONEMENT OF THE EGM AND CHANGE OF
BOOK CLOSURE PERIOD**

Reference is made to the announcement of the Company dated 7 November 2019 and two announcements of the Company dated 18 November 2019 in relation to, among other things, the Proposed Amendments, the Land Resumption Compensation Agreement and the 2020-2022 Framework Agreement (the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless the context requires otherwise.

DELAY IN DESPATCH OF CIRCULARS

As disclosed in the Announcements, a circular (the “**Circular**”) containing, among other matters, (i) further details of the Land Resumption Compensation Agreement; (ii) details of the 2020-2022 Framework Agreement and the transactions contemplated thereunder and the Proposed Annual Caps ; (iii) the letter of advice from the independent financial adviser to the independent Board committee and the independent Shareholders in respect of the transaction contemplated under the Land Resumption Compensation Agreement and details of the 2020-2022 Framework Agreement and the transactions contemplated thereunder and the Proposed Annual Caps; and (iv) the recommendation from the independent Board committee, is expected to be despatched to the Shareholders on or before 6 December 2019. The Circular is also expected to contain further information on the Proposed Amendments. As additional time is required to prepare and finalise certain information to be included in the Circular, it is expected that the despatch date of the Circular will be postponed to a date falling on or before 9 December 2019.

POSTPONEMENT OF THE EGM

In view of the delay in despatch of the Circular, the Board decides to postpone the EGM to 10:00 a.m.

on Tuesday, 24 December 2019 (the “**Postponed EGM**”). The venue of the Postponed EGM will remain unchanged at the Conference Room, 15/F Shipping Building, 137 Gexin Road, Haizhu District, Guangzhou, the PRC.

EXTENSION OF BOOK CLOSURE PERIOD

Due to the postponement of the EGM, the period of closure of the H Shares register of members of the Company for the purposes of determining the entitlement of Shareholders to attend and vote at the EGM will be extended to 24 December 2019.

REPLY SLIP

The reply slip (the “**Reply Slip**”) enclosed with the Original EGM Notice shall remain valid for the Postponed EGM. Any Reply Slip duly completed and returned in accordance with the instructions printed thereon by the Shareholders remains valid for the Postponed EGM and the relevant Shareholders are not required to submit the Reply Slip again.

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

Guangzhou, 6 December 2019

As at the date of this announcement, the Board comprises eleven Directors, namely executive Directors Mr. Han Guangde, Mr. Chen Zhongqian, Mr. Chen Liping, Mr. Sheng Jigang, Mr. Xiang Huiming and Mr. Chen Ji, non-executive Director Mr. Shi Jun and independent non-executive Directors Mr. Wang Yichu, Mr. Min Weiguo, Mr. Liu Renhuai and Mr. Yu Shiyu.