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NOTICE OF THE ANNUAL GENERAL MEETING OF 2020 AND CLOSURE OF REGISTERS OF MEMBERS

NOTICE IS HEREBY GIVEN that the annual general meeting of 2020 (the “**AGM**”) of CSSC Offshore & Marine Engineering (Group) Company Limited (the “**Company**”) will be held at conference room of the Company, 15th Floor, Marine Tower, No.137 Gexin Road, Haizhu District, Guangzhou, the People’s Republic of China (the “**PRC**”) at 10:00 a.m. on Thursday, 27 May 2021, at which the following matters will be proposed for consideration:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of directors for 2020;
2. To consider and approve the report of the supervisory committee for 2020;
3. To consider and approve the annual report for 2020 (including the financial statements for 2020);
4. To consider and approve the proposal for profit distribution for 2020 (note 1); and
5. To consider and approve the resolution on the framework for the guarantee proposed to be provided by the Company and its subsidiaries for the year ending 2021 and its amounts (note 2).

Closure of Register of Members-Annual General Meeting

In order to determine the shareholders of overseas listed foreign shares (“**H Shares**”) entitled to attend the AGM, the register of members of Shares of the Company will be closed from 28 April 2021 to 27 May 2021 (both days inclusive). Holders of H Shares who have lodged the duly completed transfer documents accompanied by the relevant share certificates with the Company’s H share registrar, Hong Kong Registrars Limited, at Rooms 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong by 4:30 p.m. on 27 April 2021, the transferee but not the transferor shall be regarded as holder of the relevant H Shares and will be entitled to attend and vote at the AGM.

Closure of Register of Members-Payment of Final Dividend

In order to qualify shareholders for the proposed final dividend, the register of members of the Company will be closed from 3 June 2021 to 8 June 2021(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 branch share registrar in Hong Kong, Tricor Tengis Limited, at 54th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on 2 June 2021. Shareholders whose names appear on the register of members of the Company on 8 June 2021 are entitled to receive the final dividend in cash for the year ended 31 December 2020.

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

Guangzhou, 30 March 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 Shiyong, Mr. Lin Bin, Mr. Nie Wei and Mr. Li Zhijian.

Notes:

1. As audited by WUYIGE Certified Public Accountants LLP, the profit available for final distribution of the parent company of the Company as at 31 December 2020 was RMB718,135,411.74. As resolved by the Board of Directors, the Company's profit distribution plan for the year 2020 is as follows:

It is proposed to distribute a cash dividend of RMB1.66 (including tax) per 10 shares to all shareholders based on the total share capital of 1,413,506,378 shares as at 31 December 2020, amounting to a total cash dividend of RMB234,642,058.75 (including tax), with the remaining undistributed profits to be carried forward for distribution in future years. The Company will not increase its share capital by capital reserve for 2020.
2. For details of the consideration and approval of the resolution on the framework for the guarantee proposed to be provided by the Company and its subsidiaries for the year ending 2021 and its amounts, please refer to the "Announcement on the Guarantee to be provided by the Company and its subsidiaries in 2021 and its Amounts" issued by the Company on 30 March 2021.
3. Shareholders who intend to attend the AGM are requested to send a written reply, whether in person, by post, by cable or by fax to the registered office of the Company at least 20 days before the AGM (i.e. on or before 7 May 2020). Completion and return of such written reply will not preclude the shareholders who are entitled from attending the AGM.
4. Any shareholder who is entitled to attend and vote at the AGM has the right to appoint one or more proxies to do so on behalf of himself, and the proxy need not be a shareholder of the Company. In order to ensure validity, a completed proxy form and other authorization documents (if any) must be delivered to the registered office of the Company not less than 24 hours before the time scheduled for the holding of the AGM. Holders of H shares must deliver completed proxy forms and other authorization documents (if any) to the Company's H share registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy form will not preclude the shareholders from attending and voting in person at AGM should they so wish.
5. All resolutions at the AGM will be voted on by poll.
6. Shareholders and proxies must show their identification documents when attending the AGM.
7. The AGM will last for half a day. Shareholders and proxies attending the AGM shall be responsible for their own traveling and accommodation expenses.
8. The registered office of the Company is at the Board of Directors' Office of CSSC Offshore & Marine Engineering (Group) Company Limited at 15th Floor, Marine Tower, No.137 Gexin Road, Haizhu District, Guangzhou, the PRC (Post code: 510250).

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