

*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.*



**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)**

## **ANNOUNCEMENT ON ADDITIONAL RESOLUTIONS TO BE PROPOSED AT THE ANNUAL GENERAL MEETING OF 2018**

On 22 March 2019, CSSC Offshore & Marine Engineering (Group) Company Limited (the “**Company**”) issued a notice convening the Annual General Meeting of 2018 at the Conference Room, 2/F., Hongfan Hotel, No. 126 Gexin Road, Haizhu District, Guangzhou, the People’s Republic of China (the “**PRC**”) at 10:30 a.m. on Tuesday, 28 May 2019 (the “**AGM**”).

In accordance with the applicable laws such as the Company Law of the PRC and the Rules of Procedures of Shareholder’s General Meeting of Listed Companies as well as the Articles of Association of the Company, shareholder(s) individually or in aggregate holding more than 5% of the shares of the Company shall have the right to propose additional resolution(s) prior to the general meeting. On 6 May 2019, the Board received a letter from China State Shipbuilding Corporation Limited, which holds directly and indirectly 59.97% of the shares of the Company, in relation to additional resolutions at the Annual General Meeting of 2018 of the Company, made a decision on additional resolutions regarding (1) the resolution on the connected transaction in relation to the entering into the Phase 1 Relocation Agreement of Wenchong Shipbuilding by the Company’s holding subsidiary; (2) the resolution on the appointment of the auditor of the financial report of the Company for 2019; and (3) the resolution on the election of the supervisor of the Company as additional resolutions for consideration at the AGM.

In accordance with the applicable laws and regulations and the Articles of Association, the Board proposed such additional resolutions to be considered at the AGM, all of which are ordinary resolutions.

Save as above, there were no other matters to be brought to the attention of the shareholders of the Company.

A supplementary notice of the AGM containing, among others, the aforementioned additional resolutions (the “**Supplementary Notice**”), together with a new proxy form (the “**Revised Proxy Form**”), are expected to be despatched to the H shareholders of the Company before 14 May 2019. The Company will also despatch the circular containing the details of the additional resolutions to be considered at the AGM in due course.

H shareholders are requested to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the Company's H share registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not later than 24 hours before the time appointed for the holding of the AGM (i.e. before 10:30 a.m. on 27 May 2019). Special arrangements for the completion and return of the Revised Proxy Form are also set out in the Supplementary Notice. H shareholders who have appointed or intend to appoint any proxy to attend the AGM are requested to pay particular attention to the special arrangements set out therein.

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

Guangzhou, 7 May 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 Directors Mr. Shi Jun and independent non-executive Directors Mr. Wang Yichu, Mr. Min Weiguo, Mr. Liu Renhuai and Mr. Yu Shiyou.*