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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) FULFILMENT OF ALL PRE-CONDITIONS

Financial adviser to the Offeror



Shenwan Hongyuan Capital (H.K.) Limited

INTRODUCTION

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, 22 March 2024 and 14 June 2024, and (iv) the update announcements issued by the Offeror dated 19 February 2024, 23 February 2024, 15 April 2024, 26 April 2024 and 16 May 2024 in relation to obtaining of approval from SASAC, MOFCOM, NDRC, SAFE, Germany Federal Cartel Office and Vietnam Competition Commission, respectively. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the 3.5 Announcement.

FULFILMENT OF ALL PRE-CONDITIONS

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, NDRC, SAFE and the unconditional clearance decision from Germany Federal Cartel Office and Vietnam Competition Commission, the Offeror has also obtained the antitrust clearance from SAMR in connection with the Offer. Accordingly, the Offeror is pleased to announce that all the Pre-Conditions have been fulfilled.

DESPATCH OF THE OFFER DOCUMENT

Pursuant to Note 2 to Rule 8.2 of the Takeovers Code and the extension for the despatch of the offer document granted by the Executive as announced by the Offeror on 27 December 2023, the Offeror is required to despatch the offer document to the Shareholders within seven days after the satisfaction of all the Pre-Conditions. It is expected that the offer document will be issued on or around 22 July 2024. A further announcement will be made on the date of the despatch of the offer document.

WARNING: 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, 15 July 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.