

Stock code: 002032

Short form: Supor

Announcement No.:2019-041

## **Informative Announcement on Listing of Restricted Shares**

This Company and all members of the Board of Directors hereby warrant that all information disclosed herein are true, accurate and complete, and contain no fictitious statement, misleading information or significant omission.

### **Special Notes:**

1. The number of shares released from restriction this time is 65,000,000, accounting for 7.91% of total capital stock of the Company.
2. Listing date: June 27, 2019.

### **I. Unlocking of restricted shares**

On December 23, 2015, Zhejiang Supor Co., Ltd. (hereinafter referred to as "Company", "the Company" or "Supor") disclosed the Announcement on Strategic Investment by SEB INTERNATIONALEE S.A.S (hereinafter referred to as "SEB Internationale") in the Company in the Form of Contract Transfer. With good faith in the development prospect of the Company, SEB Internationale planned to purchase 50 million shares (increased to 65 million shares after Profit Distribution for 2016 Fiscal Year of issuing 3 bonus shares per 10 shares) from Supor Group, accounting for 7.91% of the total capital stock already issued by the Company. These two parties of the Transfer Agreement have completed the registration procedures for share transfer on June 23, 2016.

On June 28, 2016, the Company disclosed the Announcement of Additional Commitment of Trading Restriction of Shares by Controlling Shareholder (Announcement No.: 2016-035). SEB Internationale undertook that shares acquired by them under the Strategic Investment cannot be transferred, entrusted to others to manage or repurchased by Supor for a lock-up period of 36 months.

### **II. Fulfillment of commitments of shareholder applying for releasing from restriction**

1. Commitments made by SEB Internationale

(1) On August 14, 2006, SEB Internationale signed Framework Agreement of Strategic Investment,

saying that SEB Internationale purchased 24,806,000 Supor shares held by Supor Group, Mr. Su Zengfu and Mr. Su Xianze by means of contract transfer, subscribed 40,000,000 Supor shares from private placement of SUPOR and acquired 49,122,948 Supor shares by means of tender offer, totally 113,928,948 shares(increased to 296,215,265 shares after Profit Distribution for 2007 Fiscal Year of converting 10 capital shares per 10 shares and Profit Distribution for 2009 Fiscal Year of converting 3 capital shares per 10 shares). SEB Internationale undertook commitments in the Framework Agreement of Strategic Investment as follows:

SEB Internationale made commitment that within 10 years from December 25, 2007, it would hold at least 25% of Supor's present or future shares (SEB Internationale shall hold 144,313,000 Supor shares at least, increased to 158,744,300 shares after Profit Distribution for 2011 Fiscal Year of converting 1 capital share per 10 shares) .

Up to this date of disclosure, the undertaker had strictly fulfilled the above commitments.

(2) On October 19, 2011, SEB Internationale signed Acquisition Report with Supor Group and Mr. Su Zengfu, saying that SEB Internationale purchased 70,225,353 Supor shares held by Supor Group and 45,225,047 Supor shares held by Mr. Su Zengfu by means of contract transfer, totally 115,450,400 Supor shares (increased to 126,995,440 shares after Profit Distribution for 2011 Fiscal Year of converting 1 capital share per 10 shares). On July 5, 2012, the Company issued the Announcement of Additional Commitments of Shareholder in which SEB Internationale undertook additional commitments as follows:

A. it would not transfer or entrust others to manage or sell back to Supor the 126,995,440 shares obtained from the contract transfer within three years beginning from the date of transfer (i.e. from December 22, 2011 to December 21, 2014).

B. within three years from the settlement day (i.e. from December 22, 2011 to December 21, 2014), it would not make any decisions or conduct any behaviors that would cause delisting of Supor or deprive its listing qualifications.

C. within 10 years from the settlement day (i.e. from December 22, 2011 to December 21, 2021), SEB Internationale would retain at least 25% of Supor's present or future stock. Upon expiration of the restriction period of the 158,744,300 shares (increased to 206,367,590 shares after Profit Distribution for 2016 Fiscal Year of issuing 3 bonus shares per 10 shares) remained restricted (December 25, 2017), SEB Internationale made commitment that it would extend the restriction period to December 21, 2021.

Up to this date of disclosure, the undertaker had strictly fulfilled the above commitments.

(3) On August 3, 2015, SEB Internationale completed the purchase of 10 million of Supor shares (increased to 13 million shares after Profit Distribution for 2016 Fiscal Year of issuing 3 bonus shares per 10 shares) held by Supor Group by means of contract transfer, and undertook that within three years as of the date of transfer registration, it would not transfer or entrust others to manage, or sell back to Supor the shares obtained from this transfer.

Up to this date of disclosure, the undertaker had strictly fulfilled the above commitments.

(4) On June 23, 2016, SEB Internationale completed the purchase of 50 million of Supor shares (increased to 65 million shares after Profit Distribution for 2016 Fiscal Year of issuing 3 bonus shares per 10 shares) held by Supor Group by means of contract transfer, and undertook that within three years as of the date of transfer registration, it would not transfer or entrust others to manage, or sell back to Supor the shares obtained from this transfer.

Up to this date of disclosure, the undertaker had strictly fulfilled the above commitments.

2. The shareholder applying for releasing from restriction is not involved in any non-business capital occupying of the Company, and there is no such thing as illegal guarantee by the Company for the shareholder.

### III. Number of shares released from restriction and listing arrangements

1. The expiration date of shares released from restriction is June 22, 2019 and the listing date will be June 27, 2019.

2. The number of shares released from restriction this time is 65,000,000, accounting for 7.91% of total capital stock of the Company.

3. The number of shareholders applying for the release is 1, which is an overseas legal person.

4. Information on release of restriction and listing

| No. | Shareholder name                | Number of restricted shares held | Type of shares released this time          | Number of shares released this time | Percentage of shares released in total Company shares (%) |
|-----|---------------------------------|----------------------------------|--|-------------------------------------|---|
| 1   | SEB<br>INTERNATIONALE<br>S.A.S. | 271,367,590                      | Restricted shares held by entity after IPO | 65,000,000                          | 7.91%   |

Note: the remaining restricted shares will expire on December 21, 2021.

#### **IV. Documents for Reference**

1. Application Letter for Listing of Restricted Stock
2. Capital Stock Structure Table and Restricted Stock Schedule

Board of Directors of Zhejiang Supor Co., Ltd.

June 24, 2019