

宁波杉杉股份有限公司关于控股股东办理非公开发行可交换公司债券股份补充质押的公告

证券代码:600884 证券简称:杉杉股份 公告编号:临2024-002

本公司董事会及全体董事保证本公告内容不存在任何虚假记载、误导性陈述或者重大遗漏,并对其内容的真实性、准确性和完整性承担法律责任。

●杉杉集团有限公司(下称“杉杉集团”)持有宁波杉杉股份有限公司(下称“公司”)股份782,222,036股,占公司总股本(2,258,223,223股)的34.64%。本次股份质押前,杉杉集团持有公司股份质押数量566,043,870股,占其所持公司股份总数的72.36%,占公司总股本的25.07%。本次股份质押前,杉杉集团持有公司股份质押数量(含本次)1577,743,870股,占其所持公司股份总数的73.86%,占公司总股本的28.58%。

根据《杉杉集团有限公司2022年面向专业投资者非公开发行可交换公司债券(第一期)募集说明书》约定,杉杉集团已将其持有的本公司13,743万股无限售流通股质押给债券受托管理人对“22杉杉E01”可交换公司债券受托管理人在中国境内公开发行公司债券提供担保。(详见公司于2022年8月20日、2022年9月30日、2022年11月16日、2023年3月14日、2023年3月15日、2023年5月17日在上海证券交易所网站www.sse.com.cn披露的相关公告)。

目前,公司收到杉杉集团通知,根据“22杉杉E01”债券发行相关约定其目前的担保情况,杉杉集团拟将其持有的本公司1,170万股无限售流通股补充质押给本期债券的受托管理人,并将该部分股份质押给杉杉集团可交换公司债券受托管理人在中国境内公开发行公司债券提供担保。上高分公司开立的“杉杉集团持有公司2022年面向专业投资者非公开发行可交换公司债券担保专户”,预备用于对公司本次公司债券发行和持有公司债券提供补充担保。具体情况如下:

序号	质权人	抵押物名称	是否抵押	是否补充抵押	抵押期限	抵押到期日	担保人	最高债权额(万元)	担保物账面价值(万元)	抵押率(%)	质押融资资金用途
1	杉杉集团	非公开发行可交换公司债券(“22杉杉E01”)	是	否	否	2024/12	无担保	150	0.52	否	“22杉杉E01”可交换公司债券受托管理人在中国境内公开发行公司债券提供担保

2.本次质押股份不存在被用作重大资产重组业绩补偿等事项的担保或其他保障用途。

3.本次质押股份不存在被用作重大资产重组业绩补偿等事项的担保或其他保障用途。

4.控股股东质押股份情况如下:

序号	姓名	持股比例(%)	本次质押前质押数量(股)	本次质押数量(股)	占其所持公司股份比例(%)	占公司股份比例(%)	质押期限	是否补充抵押	是否质押融资	质押融资用途
1	郑永刚	65.307	0	0	0	0	0	0	0	0
2	杉杉集团	34.64	566,043,870	577,743,870	73.86	25.58	78,222,036	0	126,844,756	0
3	杉杉集团	34.64	566,043,870	577,743,870	73.86	25.58	78,222,036	0	126,844,756	0
4	杉杉集团	34.64	566,043,870	577,743,870	73.86	25.58	78,222,036	0	126,844,756	0
5	杉杉集团	34.64	566,043,870	577,743,870	73.86	25.58	78,222,036	0	126,844,756	0
6	杉杉集团	34.64	566,043,870	577,743,870	73.86	25.58	78,222,036	0	126,844,756	0
7	杉杉集团	34.64	566,043,870	577,743,870	73.86	25.58	78,222,036	0	126,844,756	0
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