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Dalian Port (PDA) Company Limited*
大連港股份有限公司

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 2880)

RESULTS OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2008
CHANGE OF AUDITOR
AND PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that (i) all the resolutions proposed at the AGM held on 19th June 2009 were duly passed; and (ii) Ernst & Young Hua Ming and Ernst & Young were appointed as the Company's PRC auditors and international auditors, respectively, to hold office until the conclusion of the next annual general meeting.

The Board also wishes to notify the Shareholders of the details relating to payment of the final dividend.

1. Resolutions Passed at the Annual General Meeting

The board of directors(the "Board") of Dalian Port (PDA) Company Limited (the "Company") is pleased to announce that the Annual General Meeting for the year 2008 ("AGM") of the Company was held at 10:00 a.m. on Friday, 19 June 2009 at Room 602, PDA Group Building, No. 1 Gangwan Street, Zhongshan District, Dalian City, Liaoning Province, PRC, and the proposed resolutions set out in the Notice of AGM ("Notice of AGM"), which was dispatched to the shareholders of the Company (the "Shareholders") on 5 May 2009, were duly passed at the AGM.

Save where the context otherwise requires, the terms used herein, shall have the same meanings as those defined in the Notice of AGM.

The poll results on all the proposed resolutions set out in the Notice of AGM are set out below:

Ordinary Resolutions	Number of Votes and Percentage(Approx.)		Total Number of Votes Cast
	for	against	

1. To consider and approve the report of the board of directors of the Company for the year of 2008	2,336,034,072 (99.999914%)	2,000 (0.000086%)	2,336,036,072
2. To consider and approve the report of the supervisory committee of the Company for the year of 2008	2,336,034,072 (99.999914%)	2,000 (0.000086%)	2,336,036,072
3. To consider and approve the report of the auditors and audited financial statements of the Company for the year ended 31 December 2008.	2,336,034,072 (99.999914%)	2,000 (0.000086%)	2,336,036,072
4. To consider and approve the final dividend distribution for the year ended 31 December 2008.	2,336,034,072 (99.999914%)	2,000 (0.000086%)	2,336,036,072
5. To consider and approve the appointment of Ernst & Young Hua Ming as the PRC auditors and Ernst & Young as the international auditors of the Company to hold office until the conclusion of the next annual general meeting and authorise the board of directors of the Company to fix their remunerations, respectively.	2,336,034,072 (99.999914%)	2,000 (0.000086%)	2,336,036,072
As more than 50% of the votes were cast in favour of each of the above resolutions, the above resolutions were duly passed as ordinary resolutions.			

Special Solutions	Number of Votes and Percentage(Approx.)		Total Number of Votes Cast
	for	against	
6. To consider and approve the grant to the board of directors a general mandate to issue, allot and deal with additional Domestic Shares and/or H Shares not exceeding 20 per cent. of each of the Domestic Shares and/or H Shares in issue of the Company, and to authorize the board of directors to make such amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure after allotment or issue of additional Shares.	2,158,154,130 (92.39%)	177,881,942 (7.61%)	2,336,036,072
As more than two-thirds of the votes were cast in favour of the above resolution, the above resolution was duly passed as a special resolution.			

Details relating to the above item 6 were set out in the Notice of AGM dispatched to the Shareholders on 5 May 2009.

Notes:

- (1) The numbers of votes cast and the percentages of votes cast are based on the total number of Shares held by the Shareholders who were entitled to vote and voted at the AGM.
- (2) As at the date of the AGM, the total number of Shares in issue was 2,926,000,000 which was the total number of shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. The total number of Shares held by the Shareholders who attended the AGM was 2,900,282,112, representing approximately 99.12% of the total number of the Shares

entitling the Shareholders to attend and vote at the AGM.

- (3) No Shareholders of the Company were entitled to attend and vote only against the resolutions at the AGM.
- (4) Computershare Hong Kong Investor Services Limited, H share registrar of the Company, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

2. Change of Auditors

Reference is made to the Company's announcement dated 30 April 2009 in respect of the proposed change of auditors.

The Board is pleased to announce that the proposed appointment of Ernst & Young Hua Ming and Ernst & Young as the Company's PRC auditors and international auditors to hold office until the conclusion of the next annual general meeting of the Company, respectively, has been approved by the Shareholders at the AGM. Their appointment was effective immediately following the retirement of Deloitte Touche Tohmatsu CPA Ltd. as the PRC auditors of the Company and Deloitte Touche Tohmatsu as the international auditors of the Company at the conclusion of the AGM. Both Deloitte Touche Tohmatsu CPA Ltd. and Deloitte Touche Tohmatsu have confirmed that there were no matters that need to be brought to the attention of the Shareholders.

3. Payment of the Final Dividend

The Company will pay a final dividend of RMB 9 cents per share (inclusive of applicable tax). The payment shall be made to the Shareholders whose names appeared on the register of members of the Company on 20 May 2009. According to the Articles of Association of the Company, dividends will be denominated and declared in Renminbi. Dividends on Domestic Shares will be paid in RMB and dividends on H shares will be paid in Hong Kong dollars. The relevant exchange rate will be the average rate of RMB to Hong Kong dollars as announced by the People's Bank of China for the five business days immediately preceding 19 June 2009, being the date of approving the distribution of the final dividends by the Shareholders at the AGM, which is RMB 0.881746 to HK\$1.00. Accordingly, the amount of final dividend payable per H share is HK\$ 0.10207.

Pursuant to the Enterprise Income Tax Law of the PRC and its implementing rules and regulations, the Company is required to withhold and pay enterprise income tax at a tax rate of 10% for payment to its non-PRC resident corporate shareholders whose names appeared on its H Share register as at 20 May 2009, including HKSCC Nominees Limited, of final dividends in respect of the financial year ended 31 December 2008. As such, the Company will distribute the final dividend to such Shareholders after deducting the enterprise income tax.

The Company has appointed ICBC (Asia) Trustee Company Ltd. as the receiving agent of H shares in Hong Kong (the "Receiving Agent") and will pay to such Receiving Agent final dividend declared for payment to holders of H shares. Final dividend will be paid by the Receiving Agent and relevant cheques will be dispatched on or before 31 July 2009 to holders of H shares entitled to receive such dividend by ordinary post at their own risk.

The Company will make separate arrangements regarding the payment of the final dividend to the holders of Domestic Shares.

By Order of the Board of Directors
MA Jinru LEE Kin Yu, Arthur
Joint Company Secretaries

Dalian City, Liaoning Province, the PRC

19 June 2009

As at the date of this announcement, the Directors are:

Executive Directors: SUN Hong, ZHANG Fengge, JIANG Luning and SU Chunhua

Non-executive Directors: LU Jianmin and XU Jian

Independent Non-executive Directors: WANG Zuwen, ZHANG Xianzhi and NG Ming Wah, Charles

* *The Company is registered as an oversea company under Part XI of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) under the English name “Dalian Port (PDA) Company Limited”.*