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廈門國際港務股份有限公司
XIAMEN INTERNATIONAL PORT CO., LTD*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 3378)

ANNOUNCEMENT

**APPOINTMENT OF JOINT COMPANY SECRETARIES,
CHANGE IN AUTHORISED REPRESENTATIVE
AND
APPOINTMENT OF ALTERNATE AUTHORISED REPRESENTATIVE**

The board of directors of Xiamen International Port Co., Ltd. (the “**Company**”) (the “**Board**”) announces that with effect from 8 July 2014, (i) Mr. Yang Hongtu (“**Mr. Yang**”) and Ms. Mok Ming Wai (“**Ms. Mok**”) have been appointed as the joint company secretaries of the Company; and (ii) pursuant to the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), Mr. Yang has been appointed as an authorised representative of the Company. Upon the said appointments, (i) the two authorised representatives of the Company under the Listing Rules are Mr. Huang Zirong (“**Mr. Huang**”) and Mr. Yang; and (ii) Ms. Mok continues to be the alternate authorised representative of the Company for the said authorised representatives (currently Mr. Huang and Mr. Yang).

The Board further announces that the Stock Exchange has granted a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules with respect to the appointment of Mr. Yang as the joint company secretary, who currently does not possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules.

**APPOINTMENT OF JOINT COMPANY SECRETARIES, CHANGE IN
AUTHORISED REPRESENTATIVE AND APPOINTMENT OF ALTERNATE
AUTHORISED REPRESENTATIVE**

Following the passing away of the late Ms. Hong Lijuan, who was an executive director, company secretary and authorised representative of the Company, as announced by the

Company on 30 May 2014, the Board announces that with effect from 8 July 2014, (i) Mr. Yang and Ms. Mok have been appointed as the joint company secretaries of the Company; and (ii) pursuant to the Listing Rules, Mr. Yang has been appointed as an authorised representative of the Company. Upon the said appointments, (i) the two authorised representatives of the Company under the Listing Rules are Mr. Huang and Mr. Yang; and (ii) Ms. Mok continues to be the alternate authorised representative of the Company for the said authorised representatives (currently Mr. Huang and Mr. Yang).

Mr. Yang graduated from the accounting department of Xiamen University in June 1999 and obtained a bachelor's degree and a master's degree in management. He studied in a doctoral class of accounting department of Xiamen University from September 2002 to March 2005. He worked in the finance department of Xiamen Port (Group) Co., Ltd. from July 1999 to September 2002 and served as the staff and the deputy manager of finance department. He was the manager of finance department of Xiamen Port Holding Group Co., Ltd. (a wholly state-owned company incorporated in the PRC and the controlling shareholder of the Company with approximately 62.46% share interest in the Company) from March 2005 to August 2011. He has been the deputy general manager of the Company since 24 August 2011 and is responsible for the financial management, audit and internal control of the Company respectively. He has also been a director of Xiamen Port Development Co., Ltd. (a non-wholly owned subsidiary of the Company which is listed on the Shenzhen Stock Exchange in the PRC) since 27 December 2011. He was also a director of Xiamen Port Group Haitian Container Co., Ltd from 12 March 2012 to December 2013. He has also been a supervisor of Xiamen Container Terminal Group Co., Ltd since 13 December 2013. He was also the financial controller of Xiamen Port Properties Co., Ltd. from June 2006 to August 2009.

Ms. Mok, the other joint company secretary of the Company, will assist Mr. Yang in his discharge of duties as the joint company secretary of the Company. Ms. Mok is a fellow member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in United Kingdom. She has over 18 years' of professional and in-house experience in company secretarial field. She is a director of KCS Hong Kong Limited, a company providing a range of corporate accounting and corporate secretarial services in Hong Kong. Ms. Mok meets the requirements of a company secretary under Rules 3.28 and 8.17 of the Listing Rules.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Mr. Yang currently does not possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. The Company has applied, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 with respect to the appointment of Mr. Yang as a joint company secretary of the Company for a period of three years from the date of the said appointment (the "**Waiver Period**") on condition that

the Company engages Ms. Mok, as another joint company secretary of the Company, who is able to fully comply with the requirements set out under Note 1 to Rule 3.28 of the Listing Rules, to assist Mr. Yang and enable him to acquire the relevant experience to discharge the functions of a company secretary during the Waiver Period as required under Note 2 to Rule 3.28 (the “**Waiver**”). The Waiver will be revoked immediately when Ms. Mok ceases to be the joint company secretary of the Company.

Upon expiry of the Waiver Period, the qualifications and experience of Mr. Yang will be further evaluated by the Company, and the Company will then endeavour to demonstrate to the Stock Exchange’s satisfaction that Mr. Yang, having had the benefit of Ms. Mok’s assistance, has acquired “relevant experience” within the meaning of Note 2 to Rule 3.28 such that a further waiver from Rule 3.28 will not be necessary.

By order of the Board
Xiamen International Port Co., Ltd
Lin Kaibiao
Chairman

Xiamen, PRC, 8 July 2014

As at the date of this announcement, the executive directors of the Company are Mr. Lin Kaibiao, Mr. Fang Yao, Mr. Huang Zirong and Mr. Ke Dong; the non-executive directors of the Company are Mr. Zheng Yongen, Mr. Chen Dingyu, Ms. Miao Luping and Mr. Fu Chengjing; and the independent non-executive directors of the Company are Mr. Liu Feng, Mr. Hui Wang Chuen, Mr. Lin Pengjiu, Mr. Huang Shumeng and Mr. Shao Zheping.

**For identification purpose only*