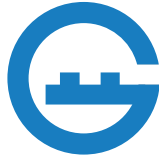


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**秦 皇 島 港 股 份 有 限 公 司**  
**QINHUANGDAO PORT CO., LTD.\***

*(a joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 3369)**

**I. RESIGNATION OF EXECUTIVE DIRECTORS, NON-EXECUTIVE DIRECTOR, VICE PRESIDENTS AND AUTHORIZED REPRESENTATIVE, CHANGE OF PRESIDENT AND BOARD COMMITTEE MEMBERS**

**AND**

**II. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS**

**I. RESIGNATION OF EXECUTIVE DIRECTORS, NON-EXECUTIVE DIRECTOR, VICE PRESIDENTS AND AUTHORIZED REPRESENTATIVE, CHANGE OF PRESIDENT AND BOARD COMMITTEE MEMBERS**

The Board (the “**Board**”) of Directors (the “**Directors**”) of Qinhuangdao Port Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that due to work changes:

- (i) Mr. SUN Wenzhong (“**Mr. SUN**”) resigned as Non-executive Director and Vice Chairman of the Company;
- (ii) Mr. YANG Wensheng (“**Mr. YANG**”) resigned as Executive Director, member of the Remuneration and Appraisal Committee, Chairman of the Compliance Management Committee, member of the Strategy Committee and member of the Risk Management Committee and President of the Company;
- (iii) Mr. MA Xiping (“**Mr. MA**”) resigned as Executive Director, Secretary to the Board, member of the Compliance Management Committee, member of the Risk Management Committee, authorized representative (the “**Authorized Representative**”) of the Company pursuant to Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Authorized Representative of the Company pursuant to Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) on behalf of the Company to receive legal procedure documents or notices in Hong Kong;
- (iv) Mr. NIE Yuzhong (“**Mr. NIE**”) resigned as Vice President of the Company; and
- (v) Mr. CHEN Lixin (“**Mr. CHEN**”) resigned as Vice President of the Company.

The above resignations took effect on 7 February 2023. Mr. SUN, Mr. YANG, Mr. MA and Mr. CHEN ceased to hold any position in the Company after their resignations. Each of them has also confirmed that they have no disagreement with the Board and there are no other matters relating to their resignations that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). Pursuant to the relevant provisions of the Company Law and the Articles of Association of the Company, the resignations of Mr. SUN, Mr. YANG and Mr. MA will not result in the number of Board members falling below the quorum, nor will it affect the normal production and operation of the Company.

Following the resignation of Mr. YANG, the Board also approved the appointment of Mr. NIE as President of the Company. The Board is currently looking for a suitable candidate to fill the vacancy in the Remuneration and Appraisal Committee and ensures that the suitable candidate will be appointed as soon as practicable.

Upon the resignation of Mr. MA as an Authorized Representative, the Company will have one Authorized Representative, resulting in the number of Authorized Representatives falling below the quorum under Rule 3.05 of the Listing Rules. The Board is currently in the process of identifying a suitable candidate to fill the vacancy of Authorized Representative and will ensure that the suitable candidate will be appointed as soon as practicable in order to ensure compliance by the Company with Rule 3.05 of the Listing Rules. Further announcements will be made by the Company in due course. In order to ensure the smooth operation of the Board, Mr. NIE will temporarily act as Secretary to the Board after Mr. MA’s resignation as Secretary to the Board.

The Board would like to take this opportunity to express its sincere gratitude to Mr. SUN, Mr. YANG, Mr. MA and Mr. CHEN for their contributions to the Company during their term of office.

## **II. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board is pleased to announce that the Company held a board meeting on 7 February 2023 and passed the following matters:

- (i) Mr. ZHANG Xiaoqiang (Mr. “**ZHANG**”) was nominated as a candidate of Executive Director of the fifth Board of Directors of the Company; and
- (ii) Mr. NIE Yuzhong (“**Mr. NIE**”) was nominated as a candidate of Executive Director of the fifth Board of Directors of the Company.

Such nominations are subject to consideration and approval at the extraordinary general meeting (the “**EGM**”) of the Company to be held on 28 February 2023. If such nominations are approved, the appointments shall be effective from the same date of the EGM until the expiry of the term of the fifth Board of Directors of the Company.

The biographies of Mr. ZHANG and Mr. NIE are set out below:

Mr. ZHANG Xiaoqiang (張小強), aged 51, is a senior engineer and holds a master's degree. Mr. ZHANG joined the Communist Party of China in February 2004 and started working in August 1994. He successively served as a technician in the mechanic plant of Jingtang Port Authority, a salesman of the business division of Jingtang Port Authority and a workshop director in the mechanic plant of Jingtang Port Authority. He served as the deputy director in the mechanic plant of Jingtang Port Authority from August 2000, the deputy director of the dispatching office of Jingtang Port Authority from April 2002, the deputy director of the production and business department of Jingtang Port Co., Ltd. from March 2003, the director of the business department of Jingtang Port Co., Ltd., from May 2005, secretary of the Party branch of the business department of Jingtang Port Co., Ltd. from March 2006, secretary of the Party branch of the business department and logistics department of Jingtang Port Co., Ltd. from January 2007, assistant to the general manager of Jingtang Port Co., Ltd. and head of production department of Tangshan Port Group Co., Ltd. from February 2008, deputy general manager of Tangshan Port Group Co., Ltd. from February 2010, director and deputy general manager of Tangshan Port Group Co., Ltd. in May 2013, deputy secretary of the Party Committee, director and general manager of Tangshan Port Group Co., Ltd. from June 2017, Member of the Party Committee, director and deputy general manager of Tangshan Port Group Company Limited and deputy secretary of Party Committee, director and general manager of Tangshan Port Group Co., Ltd. from July 2019. He has been serving as a member of the Party Committee, director and deputy general manager of Tangshan Port Group Company Limited and deputy secretary of the Party Committee, director, vice chairman and general manager of Tangshan Port Group Co., Ltd. (a company listed on the Shanghai Stock Exchange on 5 July 2010, stock code: 601000) since April 2021.

Mr. NIE Yuzhong (聶玉中), aged 54, is a senior economist and a senior political engineer, and holds a master's degree. Mr. NIE has served as the vice president and a member of the party committee the Company. Mr. NIE started working in July 1989 and joined the Communist Party of China in June 2000. He has served as a cadre of Electromechanical Section of the Second Branch of the Qinhuangdao Port Authority, salesperson, dispatching director and manager of shipping department of China Ocean Shipping Agency Qinhuangdao Co., Ltd. (秦皇島外輪代理有限公司). He served as deputy general manager of China Ocean Shipping Agency Qinhuangdao Co., Ltd. from April 2001, and general manager of China Ocean Shipping Agency Qinhuangdao Co., Ltd. from April 2003. Mr. NIE served as a party secretary of the Ninth Branch of Qinhuangdao Port Group Co., Ltd. from July 2005, and served as party secretary and secretary of the Discipline Committee of the Ninth Branch of Qinhuangdao Port Group Co., Ltd. from December 2006. He also served as a manager of the Ninth Branch of the Company since July 2011. He served as a supervisor and chairman of the Supervisory Committee of the Company from June 2014, a member of the party committee of the Company from February 2018 and a member of the party committee and the vice president of the Company from March 2018.

The EGM of the Company to be convened will consider, among other things, the proposal on the election of executive directors of the fifth session of the Board of the Company. If the appointment of the nominating directors is approved by the shareholders at the EGM, the Company will enter into service agreements or letters of appointment with the nominating directors in due course. The remuneration of all directors will be determined in accordance with the Articles of Association, taking into account the relevant recommendations of the Remuneration and Appraisal Committee of the Board in accordance with its terms of reference, taking into account, among other things, their duties and responsibilities. Their terms of office shall commence from the date of consideration and approval at the EGM to the expiry date of the fifth session of the Board.

Save as disclosed above, each of Mr. ZHANG and Mr. NIE confirmed that (i) he did not hold any position in the Group or any directorship in other listed companies in the last three years; (ii) he is not related to any of the management, directors, senior management, substantial or controlling shareholders of the Company; and (iii) he does not have any interest in the shares of the Company as defined in Part XV of the SFO (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no information which is disclosable nor are Mr. ZHANG and Mr. NIE involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) and 13.51(2)(v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders.

## THE EGM

The Company will hold the EGM on 28 February 2023 to consider, among other things, the resolutions on the appointment of Mr. ZHANG and Mr. NIE as executive directors, respectively. It is expected that the Company will dispatch the notice and the circular of the EGM to the Shareholders on or before 10 February 2023.

On behalf of the Board  
**Qinhuangdao Port Co., Ltd.\***  
**CAO Ziyu**  
*Chairman*

Qinhuangdao, Hebei Province, the PRC  
7 February 2023

*As at the date of this announcement, the executive Director of the Company is Cao Ziyu; the non-executive Directors of the Company are LI Yingxu and XIAO Xiang; and the independent non-executive Directors of the Company are CHEN Ruihua, XIAO Zuhe, ZHAO Jinguang and ZHU Qingxiang.*

\* For identification purpose only