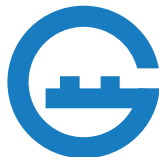


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# 秦 皇 島 港 股 份 有 限 公 司 QINHUANGDAO PORT CO., LTD.\*

*(a joint stock limited liability company incorporated in the People's Republic of China)*  
(Stock Code: 03369)

**I. POLL RESULTS OF EXTRAORDINARY GENERAL MEETING;  
II. APPOINTMENT OF DIRECTORS;  
III. RESIGNATION OF EXECUTIVE DIRECTOR, CHAIRMAN AND  
CHAIRMAN OF STRATEGY COMMITTEE;  
IV. APPOINTMENT OF CHAIRMAN AND VICE CHAIRMAN  
OF THE BOARD;  
V. CHANGE OF AGENT FOR THE ACCEPTANCE OF SERVICE OF  
PROCESS AND NOTICES IN HONG KONG; AND  
VI. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR**

Reference is made to the announcement of Qinhuangdao Port Co., Ltd. (the “**Company**”) dated 7 February 2023, and the circular (the “**Circular**”) of the Company dated 10 February 2023 in relation to the extraordinary general meeting (the “**EGM**”). Unless otherwise indicated, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

## **I. POLL RESULTS OF EXTRAORDINARY GENERAL MEETING**

The EGM was held at 10:00 a.m. on Tuesday, 28 February 2023 at the Small Conference Room, the South Building of the Company, No. 35 Haibin Road, Haigang District, Qinhuangdao, Hebei Province, the PRC. All resolutions proposed at the EGM were taken by poll.

As at the date of the EGM, the total number of issued Shares of the Company was 5,587,412,000 Shares, being the total number of Shares entitling the holders to attend the EGM and vote on the proposed resolutions at the EGM. There was no restriction on any Shareholders to cast votes on any of the proposed resolutions at the EGM. No Shareholder was required to abstain from voting on any proposed resolutions at the EGM.

A total of 12 Shareholders and authorized proxies holding 4,141,293,359 Shares, which include 3,948,490,908 A Shares and 192,802,451 H Shares, representing 74.118274% of the total number of issued Shares of the Company, were present at the EGM.

The EGM was convened by the Board of Directors and chaired by Mr. CAO Ziyu, the Chairman of the Board. Directors, including Mr. LI Yingxu, Ms. XIAO Xiang, Mr. CHEN Ruihua, Mr. XIAO Zuhe, Mr. ZHAO Jinguang, and Ms. ZHU Qingxiang attended the EGM.

The convening of and the procedures for holding the EGM and the voting procedures at the EGM were in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

The poll results in respect of the resolutions proposed at the EGM are as follows:

	ORDINARY RESOLUTIONS	NUMBER OF VOTES AND PERCENTAGE (%)		
		FOR	AGAINST	ABSTAIN
1.	The resolution regarding the election of executive Directors of the fifth session of the Board of the Company:			
	(1) Election of Mr. ZHANG Xiaoqiang as executive Director of the Company	4,139,338,959 99.952807%	0 0.000000%	0 0.000000%
	(2) Election of Mr. NIE Yuzhong as executive Director of the Company	4,139,456,459 99.955644%	0 0.000000%	0 0.000000%

As more than half of the total number of Shares held by the Shareholders who attended and voted on the relevant resolution at the EGM were cast in favour of the above ordinary resolutions, the above resolutions were duly passed.

The Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

## II. APPOINTMENT OF DIRECTORS

The following persons have been elected as the Directors of the fifth session of the Board at the EGM.

### Executive Directors

Mr. ZHANG Xiaoqiang  
Mr. NIE Yuzhong

The biographies of each Director are set out in the appendix to this announcement.

Save as disclosed in this announcement, each of the Directors has confirmed that (i) he did not take up any position in the Group or hold any directorship in any other listed companies in the past three years; (ii) he does not have any relationship with any Director, Supervisor, senior management, substantial or controlling Shareholder; and (iii) he does not have any interest in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, the Company considers that there is no information relating to the Directors which should be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor any other matters which need to be brought to the attention of the Shareholders.

The appointments of the Directors will be effective from the date of the EGM, with a term of office commencing from the date of the EGM and ending on the expiry of the term of office of the current session of the Board of the Company. The emoluments of the 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 under their terms of reference and taking into account, among others, their duties and responsibilities.

### **III. RESIGNATION OF EXECUTIVE DIRECTOR, CHAIRMAN AND CHAIRMAN OF STRATEGY COMMITTEE**

The Board of the Company hereby announces that Mr. CAO Ziyu (“**Mr. CAO**”) has resigned as an executive Director, the chairman of the Board and the chairman of the Strategy Committee of the Company due to the change in his work arrangements with effect from 28 February 2023. Mr. CAO would no longer hold any position in the Company following his resignation.

Mr. CAO has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. CAO for his contributions to the development of the Company during his tenure.

### **IV. APPOINTMENT OF CHAIRMAN AND VICE CHAIRMAN OF THE BOARD**

The Board is pleased to announce that Mr. ZHANG Xiaoqiang, an executive Director, was appointed as the chairman of the fifth session of the Board of the Company and Mr. NIE Yuzhong, an executive Director, was appointed as the vice chairman of the fifth session of the Board of the Company at the Board meeting held by the Company on the same date.

## V. CHANGE OF AGENT FOR THE ACCEPTANCE OF SERVICE OF PROCESS AND NOTICES IN HONG KONG

The Board further announces that Li & Partners, situated at 22/F, World-Wide House, No. 19 Des Voeux Road Central, Central, Hong Kong, has been appointed as the agent of the Company for the acceptance of service of process and notices in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

## VI. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that the Company held a board meeting on 28 February 2023 and passed the following matters: Mr. GAO Feng (“**Mr. GAO**”) was nominated as a candidate for the position of executive Director of the fifth session of the Board of the Company.

Such nomination is subject to consideration and approval at the general meeting of the Company. If such nomination is approved, the appointment shall be effective from the same date of the general meeting until the expiry of the term of the fifth session of the Board of the Company.

The biographies of Mr. GAO are set out below:

**Mr. GAO Feng** (高峰先生), Han Chinese male, was born in April 1970 in Zhangqiu, Shandong Province. Mr. GAO started working in August 1992, and joined the Communist Party of China (CPC) in December 1996. He holds a bachelor’s degree. Mr. GAO has successively served as assistant lecturer of CPC Qinhuangdao Municipal Committee Party School, staff member, deputy principal staff member, deputy section chief and section chief of the Comprehensive Fourth Division, section chief of the Comprehensive Third Division of the Qinhuangdao Municipal Committee Office, deputy county executive, member of the County Party Committee, director of the office, deputy secretary of the County Party Committee of Qinglong County, deputy secretary of the County Party Committee, deputy county executive and county executive of Lulong County, director and secretary of the Party Committee of the Qinhuangdao Municipal Development and Reform Commission, director of Qinhuangdao Municipal Administration of Grain, deputy secretary of the Party Leadership Group of the Office of Qinhuangdao Municipal People’s Government, deputy secretary of the Party Leadership Group of the Qinhuangdao municipal government agencies, chairman, general manager and secretary of the Party Committee of Qinhuangdao Tourism Holding Group Co., Ltd. He served as assistant to the general manager of Hebei Port Group Co., Ltd. in April 2019, assistant to the general manager of Hebei Port Group Co., Ltd., chairman and secretary of the Party Committee of Hebei Port Group City Construction and Development Co., Ltd., curator and party branch secretary of China Port Museum, manager of Xigang Industrial Park Branch of Hebei Port Group Co., Ltd., and director, chairman and party branch secretary of Qinhuangdao Seaview Hotel Co., Ltd. in December 2021, and has been serving as deputy secretary of the Party Committee and chairman of the labor union of Qinhuangdao Port Co., Ltd. since February 2023.

The general meeting 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 nominated Directors is approved by the shareholders at the general meeting, the Company will enter into service agreements or letters of appointment with the nominated 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, and taking into account, among other things, their duties and responsibilities. His term of office shall commence from the date of consideration and approval at the general meeting to the expiry date of the fifth session of the Board.

Save as disclosed above, Mr. GAO has 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 does not have any relationship with any Director, Supervisor, 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 other information shall be disclosed nor is Mr. GAO involved in any matter required to be disclosed pursuant to any of the requirements under Rule 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.

On behalf of the Board  
**Qinhuangdao Port Co., Ltd.\***  
**ZHANG Xiaoqiang**  
*Chairman*

Qinhuangdao, Hebei Province, the PRC  
28 February 2023

\* *For identification purpose only*

*As at the date of this announcement, the executive Directors of the Company are ZHANG Xiaoqiang and NIE Yuzhong; 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.*

## APPENDIX BIOGRAPHICAL DETAILS OF DIRECTORS

### Executive Directors

**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 served 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. (listed on the Shanghai Stock Exchange on 5 July 2010 (stock code: 601000)) in April 2021, the secretary of the Party Committee of the Company since January 2023 and the secretary of the Party Committee and executive director of the Company since February 2023.

**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 was the vice president and a member of the Party Committee of the Company. He started his career in July 1989 and joined the Communist Party of China in June 2000. Mr. NIE has successively served as a cadre of Electromechanical Section of the Second Branch of the Qinhuangdao Port Authority, salesperson and dispatching director of China Ocean Shipping Agency Qinhuangdao Co., Ltd. (秦皇島外輪代理有限公司) and manager of shipping department of China Ocean Shipping Agency Qinhuangdao Co., Ltd. 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, a member of the Party Committee and the vice president of the Company from March 2018, the vice secretary of the Party Committee of the Company since January 2023 and the vice secretary of the Party Committee, executive director and the president of the Company since February 2023.