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**招商局港口控股有限公司**

**CHINA MERCHANTS PORT HOLDINGS COMPANY LIMITED**

*(Incorporated in Hong Kong with limited liability under the Companies Ordinance)*

**(Stock Code: 00144)**

## **ANNOUNCEMENT**

### **(1) RESIGNATION OF DIRECTORS**

### **(2) APPOINTMENT OF DIRECTORS**

### **(3) REDESIGNATION FROM MANAGING DIRECTOR TO VICE CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER**

### **(4) APPOINTMENT OF MANAGING DIRECTOR**

### **(5) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 24 July 2023:

- (1) Mr. Deng Renjie has resigned as the Chairman of the Board and a Non-executive Director of the Company;
- (2) Mr. Wang Xiufeng has resigned as the Vice Chairman of the Board, the Chief Executive Officer and an Executive Director of the Company;
- (3) Mr. Feng Boming has been appointed as the Chairman of the Board and a Non-executive Director of the Company;
- (4) Mr. Wong Chi Wing has been appointed as an Independent Non-executive Director of the Company;
- (5) Mr. Xu Song has been redesignated from the Managing Director of the Company to the Vice Chairman of the Board and the Chief Executive Officer of the Company; and
- (6) Mr. Lu Yongxin has been appointed as the Managing Director of the Company.

## **1. Resignation of Directors**

The board of directors (the “**Board**”) of China Merchants Port Holdings Company Limited (the “**Company**”) announces that Mr. Deng Renjie has tendered his resignation as the Chairman of the Board and a Non-executive Director of the Company with effect from 24 July 2023 due to change of work arrangement. Accordingly, with effect from 24 July 2023, Mr. Deng Renjie will also cease to be the chairman of the environmental, social and governance committee of the Company (the “**ESG Committee**”).

The Board further announces that Mr. Wang Xiufeng has tendered his resignation as the Vice Chairman of the Board, the Chief Executive Officer and an Executive Director of the Company with effect from 24 July 2023 due to change of work arrangement. Accordingly, with effect from 24 July 2023, Mr. Wang Xiufeng will also cease to be a member of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the ESG Committee.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Deng Renjie and Mr. Wang Xiufeng for their remarkable contributions to the Company during their terms of office. Mr. Deng Renjie and Mr. Wang Xiufeng have confirmed that they have no disagreement with the Board and there are no matters in relation to their resignations that need to be brought to the attention of the holders of securities of the Company.

## **2. Appointment of Chairman of the Board and Non-executive Director**

The Board further announces that it has resolved to appoint Mr. Feng Boming (“**Mr. Feng**”) as the Chairman of the Board and a Non-executive Director of the Company with effect from 24 July 2023.

### **The biographical details of Mr. Feng are set out below:**

Mr. Feng, aged 53, an economist, holds a Master of Business Administration degree from The University of Hong Kong. He currently serves as the Deputy General Manager of China Merchants Group Limited and the Chairman of Liaoning Port Group Limited. Mr. Feng previously held various positions including the Manager of Commercial Section of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), the General Manager of COSCO Container Hong Kong Mercury Co., Ltd., the General Manager of Management and Administration Department of COSCO Holdings (Hong Kong) Co., Ltd., the General Manager of COSCO International Freight (Wuhan) Co., Ltd. and COSCO Logistics (Wuhan) Co., Ltd., the Supervisor of Strategic Management Implementation Office

of China Ocean Shipping (Group) Company, the General Manager of Strategic and Corporate Management Department of China COSCO SHIPPING Corporation Limited, Executive Director and the Chairman of the board of directors of COSCO SHIPPING Ports Limited, shares of which are listed on The Stock Exchange of Hong Kong Limited (“**HKSE**”), Executive Director of each of COSCO SHIPPING Holdings Co., Ltd., shares of which are listed on the Shanghai Stock Exchange and the HKSE and Orient Overseas (International) Limited, shares of which are listed on the HKSE, Non-executive Director of each of COSCO SHIPPING Energy Transportation Co., Ltd., shares of which are listed on the Shanghai Stock Exchange and the HKSE, COSCO SHIPPING Development Co., Ltd., shares of which are listed on the Shanghai Stock Exchange and the HKSE, COSCO SHIPPING International (Hong Kong) Co., Ltd., shares of which are listed on the HKSE, Qingdao Port International Co., Ltd., shares of which are listed on the Shanghai Stock Exchange and the HKSE and Piraeus Port Authority S.A., shares of which are listed on the Athens Stock Exchange. Director of each of COSCO SHIPPING (Hong Kong) Co., Limited, COSCO SHIPPING Investment Holdings Co., Limited, Hainan Harbour & Shipping Holding Co., Ltd. and COSCO SHIPPING Bulk Co., Ltd., and Chairman of Sinotrans Limited, shares of which are listed on the Shanghai Stock Exchange and the HKSE.

As at the date of this announcement, Mr. Feng does not have any interest in the shares of the Company (the “**Shares**”) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Save as disclosed above, Mr. Feng did not hold any directorship in other listed public companies in the last three years or any position with the Company or its subsidiaries (together, the “**Group**”) or other members of the Group. Save as disclosed above, Mr. Feng is independent of and not connected with any Director, senior management or substantial or controlling shareholder of the Company.

The Company has entered into an appointment letter with Mr. Feng in relation to his directorship with the Company for a term of three years commencing from 24 July 2023, subject to re-election at the next following general meeting of the Company pursuant to article 95 of the articles of association of the Company (the “**Articles of Association**”). Thereafter, he will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Mr. Feng will not be entitled to any remuneration or director’s fees from the Company until the date of the next general meeting.

Save as disclosed above, the Board is not aware of any other matters relating to the appointment of Mr. Feng as the Chairman of the Board and a Non-executive Director of the Company that need to be brought to the attention of the holders of securities of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the HKSE (the “**Listing Rules**”).

### **3. Appointment of Independent Non-executive Director**

The Board further announces that it has resolved to appoint Mr. Wong Chi Wing (“**Mr. Wong**”) as an Independent Non-executive Director of the Company with effect from 24 July 2023.

#### **The biographical details of Mr. Wong are set out below:**

Mr. Wong, aged 59, is currently serving as a Deputy President and the Chairman of New Economy Committee of The Hong Kong Independent Non-Executive Director Association Limited since October 2019. Mr. Wong is a fellow member of The Hong Kong Institution of Certified Public Accountants since 2000. Mr. Wong obtained a Bachelor’s Degree in Science from The Chinese University of Hong Kong in December 1986, a Master’s Degree in Business Administration from The City University of Hong Kong in November 1995, a Master’s Degree of Science in Electronic Commerce from The City University of Hong Kong in November 2003 and a Doctorate Degree in Business Administration from The City University of Hong Kong in February 2011.

Mr. Wong served as an Assistant Vice President and a Vice President and various positions at PCCW Solutions (formerly known as Unihub Limited). He has also served in Accenture Consulting for Greater China as a Managing Director, Big Data Elite Asia Limited and GCE Consulting Limited as the Managing Partner, and Autotoll Limited as an Independent Non-executive Director.

Mr. Wong was an Independent Non-executive Director of Veson Holdings Limited (formerly known as SCUD Group Limited), Cirtek Holdings Limited and Landsea Green Life Service Company Limited. Shares of the above three companies are listed on the HKSE.

As at the date of this announcement, Mr. Wong does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Wong did not hold any directorship in other listed public companies in the last three years or any position with the Company or other members of the Group. Save as disclosed above, Mr. Wong is independent of and not connected with any Director, senior management or substantial or controlling shareholder of the Company.

There is no employment service contract between the Company and Mr. Wong. However, the Company has entered into an appointment letter with Mr. Wong in relation to his directorship with the Company for a term of three years commencing on 24 July 2023, subject to re-election at the next following general meeting of the Company pursuant to article 95 of the Articles of Association. Thereafter, he will be subject to rotational retirement and re-election requirements at annual general meetings of the Company pursuant to the Articles of Association. Mr. Wong is entitled to a director's fee of HK\$300,000 per annum, which will be pro-rated for the year ending 31 December 2023.

Save as disclosed above, the Board is not aware of any other matters relating to the appointment of Mr. Wong as an Independent Non-executive Director of the Company that need to be brought to the attention of the holders of securities of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Feng and Mr. Wong to the Board.

#### **4. Redesignation from Managing Director to Vice Chairman of the Board and Chief Executive Officer**

The Board further announces that it has resolved to redesignate Mr. Xu Song (“**Mr. Xu**”) from the Managing Director of the Company to the Vice Chairman of the Board and the Chief Executive Officer of the Company with effect from 24 July 2023 due to a reallocation of responsibilities amongst the Company's management.

#### **The biographical details of Mr. Xu are set out below:**

Mr. Xu, aged 51, is the Director and the Chief Executive Officer of China Merchants Port Group Co., Ltd., shares of which are listed on the Shenzhen Stock Exchange. He also serves as a non-executive director of Liaoning Port Co., Ltd. (formerly known as Dalian Port (PDA) Company Limited), shares of which are listed on the Shanghai Stock Exchange and the HKSE, and a director of various subsidiaries of the Company. He is a Senior Economist, graduated from Huazhong University of Science and Technology majoring in Material Management, and obtained a Bachelor's Degree. He then obtained a Master's Degree from Dongbei University of Finance and Economics majoring in Business Administration, a Master's Degree from Coventry University in United Kingdom majoring in International Business, and a PhD from Dalian Maritime University majoring in the Transportation Planning and Management. He successively served as the Deputy General Manager of Dalian Portnet Co., Ltd., the Deputy General Manager and the General Manager of Dalian

Jifa Logistics Co., Ltd., the General Manager of Dalian Port Container Co., Ltd., the General Manager of Dalian Port North Yellow Sea Port Cooperation Management Company, the General Manager of Dalian Port (PDA) Company Limited (currently known as Liaoning Port Co., Ltd.), shares of which are listed on the Shanghai Stock Exchange and the HKSE), the Deputy General Manager, the General Manager and the director of Dalian Port Corporation Limited, the Deputy General Manager of Liaoning Port Group Co., Ltd., the Deputy General Manager, the General Manager and the Chief Operating Officer of China Merchants Port Group Co., Ltd., shares of which are listed on the Shenzhen Stock Exchange.

As at the date of this announcement, Mr. Xu has an interest in the Company's associated corporations within the meaning of Part XV of the SFO and has 120,000 share options which are granted by China Merchants Port Group Co., Ltd.

Save as disclosed above, Mr. Xu did not hold any directorship in other listed public companies in the last three years or any position with the Company or other members of the Group. Save as disclosed above, Mr. Xu is independent of and not connected with any Director, senior management or substantial or controlling shareholder of the Company.

In respect of the redesignation, Mr. Xu's terms of appointment continues to be governed by his existing appointment letter with the Company. He is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the appointment letter, Mr. Xu is entitled to an annual emolument of HK\$1,258,600 as well as discretionary bonus to be determined at the end of each financial year. Such emolument was recommended by the remuneration committee of the Company (the "**Remuneration Committee**") with reference to Mr. Xu's duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market level of remuneration paid by comparable companies.

Save as disclosed above, the Board is not aware of any other matters relating to the redesignation that need to be brought to the attention of the holders of securities of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

## **5. Appointment of Managing Director**

The Board further announces that it has resolved to appoint Mr. Lu Yongxin (“**Mr. Lu**”) as the Managing Director of the Company with effect from 24 July 2023. Mr. Lu remains as an Executive Director of the Company.

### **The biographical details of Mr. Lu are set out below:**

Mr. Lu, aged 53, joined the Company in 2007 and currently serves as the Chief Operating Officer and the General Manager of China Merchants Port Group Co., Ltd., shares of which are listed on the Shenzhen Stock Exchange. He also serves as a director of various subsidiaries of the Company. He obtained a Master’s degree in Project Management from the Curtin University of Technology in Australia. Mr. Lu has extensive managerial experience in the international portfolio expansion activities of port companies. Prior to joining the Company, he served as the Assistant General Manager of Zhen Hua Engineering Co., Ltd. and the Deputy General Manager (in charge) of the General Manager’s Office at China Harbor Engineering Co. Ltd.. Before his current role in the Company, he was the Deputy General Manager of the Research & Development Division, the General Manager of the International Division, the Assistant General Manager and the Deputy General Manager of the Company and the Deputy General Manager of China Merchants Port Group Co., Ltd., shares of which are listed on the Shenzhen Stock Exchange. Between May 2014 and January 2016, Mr. Lu was seconded to France as the Chief Financial Officer and the Senior Vice President of Terminal Link SAS, an associate of the Company.

As at the date of this announcement, Mr. Lu has an interest in the Company and its associated corporations within the meaning of Part XV of the SFO and has (i) personal interest in 13,597 Shares; and (ii) 72,000 share options which are granted by China Merchants Port Group Co., Ltd.

Save as disclosed above, Mr. Lu did not hold any directorship in other listed public companies in the last three years or any position with the Company or other members of the Group. Save as disclosed above, Mr. Lu is independent of and not connected with any Director, senior management or substantial or controlling shareholder of the Company.

In respect of such appointment, Mr. Lu's terms of appointment continues to be governed by his existing appointment letter with the Company. He is subject to retirement by rotation and re-election at an annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the appointment letter, Mr. Lu is entitled to an annual emolument of HK\$1,113,270 as well as discretionary bonus to be determined at the end of each financial year. Such emolument was recommended by the Remuneration Committee with reference to Mr. Lu's duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market level of remuneration paid by comparable companies.

Save as disclosed above, the Board is not aware of any other matters relating to the appointment of Mr. Lu as the Managing Director of the Company that need to be brought to the attention of the holders of securities of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

## **6. Change in Composition of Board Committees**

The Board further announces that the Board has approved the change in composition of the audit committee of the Company (the "**Audit Committee**"), the Nomination Committee, the Remuneration Committee and the ESG Committee with effect from 24 July 2023, details of which are as follows:

- (1) The Audit Committee shall consist of five members, namely Mr. Chan Hiu Fung Nicholas, Ms. Chan Yuen Sau Kelly, Mr. Wong and Ms. Wong Pui Wah with Mr. Li Ka Fai David serving as the chairman of the Audit Committee.
- (2) The Nomination Committee shall consist of five members, namely Mr. Xu, Mr. Chan Hiu Fung Nicholas, Mr. Wong and Ms. Wong Pui Wah with Ms. Chan Yuen Sau Kelly serving as the chairman of the Nomination Committee.
- (3) The Remuneration Committee shall consist of five members, namely Mr. Tu Xiaoping, Ms. Chan Yuen Sau Kelly, Mr. Li Ka Fai David and Mr. Wong with Mr. Chan Hiu Fung Nicholas serving as the chairman of the Remuneration Committee.



- (4) The ESG Committee shall consist of five members, namely Mr. Xu, Mr. Yim Kong, Mr. Lu and Ms. Wong Pui Wah with Mr. Feng serving as the chairman of the ESG Committee.

By order of the Board  
**China Merchants Port Holdings Company Limited**  
**Feng Boming**  
*Chairman*

Hong Kong, 24 July 2023

*As at the date of this announcement, the Board comprises Mr. Feng Boming (Chairman), Mr. Yim Kong and Mr. Yang Guolin as Non-executive Directors; Mr. Xu Song, Mr. Lu Yongxin and Mr. Tu Xiaoping as Executive Directors; and Mr. Chan Hiu Fung Nicholas, Ms. Chan Yuen Sau Kelly, Mr. Li Ka Fai David, Mr. Wong Chi Wing and Ms. Wong Pui Wah as Independent Non-executive Directors.*