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中國外運股份有限公司
SINOTRANS LIMITED

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

(Stock Code: 00598)

(I) POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING, 2024 FIRST H SHAREHOLDERS' CLASS MEETING AND 2024 FIRST A SHAREHOLDERS' CLASS MEETING; AND
(II) ELECTION OF NEW SESSION OF THE BOARD OF DIRECTORS AND RE-APPOINTMENT OF SUPERVISORS

Reference is made to the circular of Sinotrans Limited (the “**Company**”) dated 17 May 2024 (the “**Circular**”) in relation to, among other things, the AGM, the H Shareholders’ Class Meeting and the A Shareholders’ Class Meeting to be held at 1st Meeting Room, 11th Floor, Building 10/Sinotrans Tower B, No. 5 Anding Road, Chaoyang District, Beijing 100029, the People’s Republic of China on 7 June 2024 (collectively the “**Meetings**”). Unless the context otherwise requires, terms defined in the Circular shall have the same meanings when used herein.

The Board hereby announces that all the resolutions as set out in the notices of the AGM, the H Shareholders’ Class Meeting and the A Shareholders’ Class Meeting were duly passed by Shareholders by way of poll.

Mr. Yu Zhiliang and Mr. Tao Wu (both being the non-executive Directors), Mr. Meng Yan and Ms. Li Qian (both being the independent non-executive Directors), attended the Meetings. Mr. Wang Xiufeng (the Chairman), Mr. Song Rong (the executive Director), Ms. Luo Li and Mr. Jerry Hsu (both being the non-executive Directors), and Mr. Wang Taiwen and Mr. Song Haiqing (both being the independent non-executive Directors) were unable to attend the Meetings due to other work arrangements.

I. POLL RESULTS OF THE MEETINGS

The poll results in respect of the resolutions proposed at the Meetings are set out as follows:

(I) AGM

SPECIAL RESOLUTIONS

1. To consider and approve the general mandate to issue, allot and deal with H Shares.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,091,865,031	97.2965	113,683,929	2.7031	10,000	0.0004
H Shares	315,200,260	28.4155	790,717,163	71.2837	3,336,000	0.3007
Total ordinary Shares	4,407,065,291	82.9204	904,401,092	17.0166	3,346,000	0.0630

2. To consider and approve the general mandate to repurchase H Shares.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,105,917,423	99.6993	0	0.0000	3,336,000	0.3007
Total ordinary Shares	5,311,466,383	99.9370	0	0.0000	3,346,000	0.0630

3. To consider and approve the resolution in relation to the Updated Mandate of the issue of Debt Financing Instruments.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,438,460	99.9971	110,500	0.0026	10,000	0.0003
H Shares	1,104,533,423	99.5745	1,823,000	0.1643	2,897,000	0.2612
Total ordinary Shares	5,309,971,883	99.9089	1,933,500	0.0364	2,907,000	0.0547

4. To consider and approve the resolution in relation to the estimated guarantees of the Company for the year 2024.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,086,810,046	97.1763	118,738,913	2.8233	10,001	0.0004
H Shares	618,772,912	55.7828	487,583,486	43.9560	2,897,025	0.2612
Total ordinary Shares	4,705,582,958	88.5371	606,322,399	11.4082	2,907,026	0.0547

5. To consider and approve the resolution in relation to the proposed amendments to the Articles of Association.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,106,356,423	99.7388	0	0.0000	2,897,000	0.2612
Total ordinary Shares	5,311,905,383	99.9453	0	0.0000	2,907,000	0.0547

ORDINARY RESOLUTIONS

6. To consider and approve the resolution in relation to the Work Report of the Board for the year 2023.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,102,410,548	99.3831	0	0.0000	6,842,875	0.6169
Total ordinary Shares	5,307,959,508	99.8711	0	0.0000	6,852,875	0.1289

7. To consider and approve the resolution in relation to the Work Report of the Supervisory Committee for the year 2023.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%

A Shares	4,205,438,460	99.9971	110,500	0.0026	10,000	0.0003
H Shares	1,102,410,548	99.3831	0	0.0000	6,842,875	0.6169
Total ordinary Shares	5,307,849,008	99.8690	110,500	0.0021	6,852,875	0.1289

8. To consider and approve the resolution in relation to the Final Financial Accounts Report of the Company for the year 2023.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,102,410,548	99.3831	0	0.0000	6,842,875	0.6169
Total ordinary Shares	5,307,959,508	99.8711	0	0.0000	6,852,875	0.1289

9. To consider and approve the resolution in relation to the Annual Report of the Company and its summary for the year 2023.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,102,410,548	99.3831	0	0.0000	6,842,875	0.6169
Total ordinary Shares	5,307,959,508	99.8711	0	0.0000	6,852,875	0.1289

10. To consider and approve the resolution in relation to the financial budget of the Company for the year 2024.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,106,356,423	99.7388	0	0.0000	2,897,000	0.2612
Total ordinary Shares	5,311,905,383	99.9453	0	0.0000	2,907,000	0.0547

11. To consider and approve the resolution in relation to the profit distribution plan of the Company for the year 2023.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,106,356,423	99.7388	0	0.0000	2,897,000	0.2612
Total ordinary Shares	5,311,905,383	99.9453	0	0.0000	2,907,000	0.0547

12. To consider and approve the resolution in relation to the grant of authorization to the Board to decide on the interim profit distribution plan of the Company for the year 2024.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,106,356,423	99.7388	0	0.0000	2,897,000	0.2612
Total ordinary Shares	5,311,905,383	99.9453	0	0.0000	2,907,000	0.0547

13. To consider and approve the resolution in relation to the re-appointment of auditor for the year 2024.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,200,368,513	99.8765	5,180,447	0.1231	10,000	0.0004
H Shares	1,046,339,144	94.3282	60,017,279	5.4106	2,897,000	0.2612
Total ordinary Shares	5,246,707,657	98.7186	65,197,726	1.2267	2,907,000	0.0547

14. To consider and approve the resolution in relation to the provision of a loan to a holding subsidiary.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,374,207	99.9956	124,753	0.0029	60,000	0.0015
H Shares	1,105,953,513	99.7025	402,910	0.0363	2,897,000	0.2612
Total ordinary Shares	5,311,327,720	99.9344	527,663	0.0099	2,957,000	0.0556

15. To consider and approve the resolution in relation to the renewal of Liability Insurance for Directors, Supervisors and senior management members of the Company.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,102,410,548	99.3831	0	0.0000	6,842,875	0.6169
Total ordinary Shares	5,307,959,508	99.8711	0	0.0000	6,852,875	0.1289

16. To consider and approve the resolution in relation to the proposed amendments to certain internal policies of the Company (including the Procedural Rules for General Meetings, the Procedural Rules for Meetings of the Board of Directors, the Procedural Rules for Meetings of the Supervisory Committee, the Working Manual for the Independent Directors, the Policy for the Management of Connected Transactions and the Policy for the Management of External Guarantees to be Provided by the Company).

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003
H Shares	1,106,356,423	99.7388	0	0.0000	2,897,000	0.2612
Total ordinary Shares	5,311,905,383	99.9453	0	0.0000	2,907,000	0.0547

ORDINARY RESOLUTIONS (CUMULATIVE VOTING)

17. To consider and approve the resolution in relation to the election of following executive Director and non-executive Directors with a term of office from the approval of the Shareholders at the AGM to the date of conclusion of the fourth session of the Board:

17.1 Mr. Wang Xiufeng be elected as a non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%

Total ordinary Shares	5,175,337,727	97.5979	124,480,213	2.3475	2,897,000	0.0546
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17.2 Mr. Song Rong be elected as an executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,237,857,136	98.5851	72,278,008	1.3604	2,897,000	0.0545

17.3 Mr. Liu Zhenhua be elected as a non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,232,336,070	98.4965	76,973,973	1.4490	2,897,000	0.0545

17.4 Ms. Luo Li be elected as a non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,231,918,908	98.4889	77,376,883	1.4566	2,897,000	0.0545

17.5 Mr. Yu Zhiliang be elected as a non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,232,336,070	98.4965	76,973,973	1.4490	2,897,000	0.0545

17.6 Mr. Tao Wu be elected as a non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,232,336,070	98.4965	76,973,973	1.4490	2,897,000	0.0545

17.7 Mr. Jerry Hsu be elected as a non-executive director of the Company.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,231,918,907	98.4889	77,376,883	1.4566	2,897,000	0.0545

18. To consider and approve the resolution in relation to the election of following independent non-executive Directors with a term of office from the approval of the Shareholders at the AGM to the date of conclusion of the fourth session of the Board:

18.1 Ms. Wang Xiaoli be elected as an independent non-executive director of the Company;

Poll results:

Type of Shareholders	FOR	AGAINST	ABSTAIN
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Shareholders	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,852,005	99.9455	0	0.0000	2,897,000	0.0545

18.2 Ms. Ning Yaping be elected as an independent non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,852,005	99.9455	0	0.0000	2,897,000	0.0545

18.3 Mr. Cui Xinjian be elected as an independent non-executive director of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,852,005	99.9455	0	0.0000	2,897,000	0.0545

18.4 Mr. Cui Fan be elected as an independent non-executive director of the Company.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,852,005	99.9455	0	0.0000	2,897,000	0.0545

19. To consider and approve the resolution in relation to the re-appointment of following Supervisors with a term of office for three years commencing from the date of the approval of the Shareholders at the AGM:

19.1 Mr. Fu Bulin be re-appointed as a supervisor of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,413,004	99.9372	0	0.0000	3,336,000	0.0628

19.2 Mr. Zhou Fangsheng be re-appointed as a supervisor of the Company;

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,413,004	99.9372	0	0.0000	3,336,000	0.0628

19.3 Mr. Fan Zhaoping be re-appointed as a supervisor of the Company.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
Total ordinary Shares	5,311,413,004	99.9372	0	0.0000	3,336,000	0.0628

As more than two-thirds of the votes were cast in favour of each of the above special resolutions from No. 1 to No. 5, and more than half of the votes were cast in favour of each of the above ordinary resolutions from No. 6 to No. 19, all the above resolutions were duly passed by the Shareholders by way of poll at the AGM.

(II) H Shareholders' Class Meeting

SPECIAL RESOLUTION

1. To consider and approve the general mandate to repurchase H Shares.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
H Shares	1,105,917,423	99.6993	0	0.0000	3,336,000	0.3007

As more than two-thirds of the votes were cast in favour of the above special resolution, the above resolution was duly passed by the Shareholders by way of poll at the H Shareholders' Class Meeting.

(III) A Shareholders' Class Meeting

SPECIAL RESOLUTION

1. To consider and approve the general mandate to repurchase H Shares.

Poll results:

Type of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
H Shares	4,205,548,960	99.9997	0	0.0000	10,000	0.0003

As more than two-thirds of the votes were cast in favour of the above special resolution, the above resolution was duly passed by the Shareholders by way of poll at the A Shareholders' Class Meeting.

II. ELECTION OF NEW SESSION OF THE BOARD OF DIRECTORS AND RE-APPOINTMENT OF SUPERVISORS

Shareholders of the Company have approved the election of each of Mr. Wang Xiufeng, Mr. Song Rong, Mr. Liu Zhenhua, Ms. Luo Li, Mr. Yu Zhiliang, Mr. Tao Wu, Mr. Jerry Hsu, Ms. Wang Xiaoli, Ms. Ning Yaping, Mr. Cui Xinjian, and Mr. Cui Fan as a Director of the fourth session of the Board of the Company and the re-appointment of each of Mr. Fu Bulin, Mr. Zhou Fangsheng and Mr. Fan Zhaoping as a Supervisor of the fourth session of the Supervisory Committee at the AGM. The term of office of the above Directors and Supervisor is three years commencing from the date of the approval of the Shareholders at the AGM.

Please refer to the Circular for the biographical details of the above Directors and Supervisors and other information required to be disclosed under Rule 13.51(2) of the Listing Rules.

Notes:

1. Both on-site voting and online voting were adopted at the Meetings. Online voting was conducted via the trading system of the Shanghai Stock Exchange and was participated by the A Shareholders. Due to other work arrangements, Mr. Wang Xiufeng, the Chairman, was unable to attend and preside over the Meetings. Elected by more than half of the directors, the chairman of the Meetings is Mr. Yu Zhiliang, the non-executive director of the Company.
2. As at the date of the Meetings, the total issued Shares of the Company is 7,294,216,875 Shares, comprising 5,255,916,875 A Shares and 2,038,300,000 H Shares. None of the Shareholders of the Company (i) was required under the Listing Rules to abstain from voting on any resolution at the Meetings; or (ii) stated its intention in the Circular to vote against any resolution or to abstain from voting on any resolution at the Meetings. Considering that the number of A Shares in the special account for repurchase of the Company was 28,262,936 Shares which are not entitled to the voting, accordingly:

(i) the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM is 7,265,953,939 Shares (including 5,227,653,939 A Shares and 2,038,300,000 H Shares);

(ii) the total number of H Shares entitling the holders to attend and vote on the resolution proposed at the H Shareholders' Class Meeting is 2,038,300,000 H Shares; and

(iii) the total number of A Shares entitling the holders to attend and vote on the resolution proposed at the A Shareholders' Class Meeting is 5,227,653,939 A Shares.

3. Attendance of the Meetings:

(i) AGM

1. Number of Shareholders and their authorised proxies attending the AGM	29
of which: A Shareholders	28
H Shareholders	1
2. Total number of valid voting shares held by the attending Shareholders or their authorised proxies at the AGM	5,314,812,383
of which: A Shares	4,205,558,960
H Shares	1,109,253,423
3. Percentage of such voting shares of the Company held by such attending Shareholders or their authorised proxies, as compared with the total shares entitling the Shareholders to attend and validly vote at the AGM (%)	73.1468
of which: A Shares	57.8803
H Shares	15.2665

(ii) H Shareholders' Class Meeting

1. Number of H Shareholders and their authorised proxies attending the H Shareholders' Class Meeting	1
2. Total number of valid voting shares held by the attending H Shareholders or their authorised proxies at the H Shareholders' Class Meeting	1,109,253,423
3. Percentage of such voting shares of the Company held by such attending H Shareholders or their authorised proxies, as compared with the total shares entitling the H Shareholders to attend and validly vote at the H Shareholders' Class Meeting (%)	54.4205

(iii) A Shareholders' Class Meeting

1. Number of A Shareholders and their authorised proxies attending the A Shareholders' Class Meeting	28
2. Total number of valid voting shares held by the attending A Shareholders or their authorised proxies at the A Shareholders' Class Meeting	4,205,558,960
3. Percentage of such voting shares of the Company held by such attending A Shareholders or their authorised proxies, as compared with the total shares entitling the A Shareholders to attend and validly vote at the A Shareholders' Class Meeting (%)	80.4483

4. SHINEWING Certified Public Accountants LLP, the auditor of the Company as at the date of this announcement, has acted as the scrutineer for the vote-taking at the Meetings.
5. The Meetings were witnessed by lawyers from Jia Yuan Law Offices, the legal adviser of the Company, which issued a legal opinion on the Meetings considering that the convening of and the procedures for holding the Meetings, the voting procedures adopted, the eligibility of the person who convened the Meetings and the eligibility of Shareholders (or their proxies) who attended the Meetings were in compliance with relevant requirements of relevant laws and the Articles of Association and that the voting results of the Meetings were valid.

By Order of the Board
Sinotrans Limited
Li Shichu
Company Secretary

Beijing, 7 June 2024

As at the date of this announcement, the board of directors of the Company comprises Wang Xiufeng (non-executive director), Song Rong (executive director), Liu Zhenhua (non-executive director), Luo Li (non-executive director), Yu Zhiliang (non-executive director), Tao Wu (non-executive director), Jerry Hsu (non-executive director), and four independent non-executive directors, namely Wang Xiaoli, Ning Yaping, Cui Xinjian and Cui Fan.