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中國外運

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)

**CHANGE OF DIRECTORS;
LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS; AND
RESIGNATION OF PRESIDENT**

RESIGNATION OF CHAIRMAN AND DIRECTOR

The board of directors (the “**Board**”) of Sinotrans Limited (the “**Company**”) recently received the resignation letter from Mr. Wang Xiufeng (“**Mr. Wang**”), that Mr. Wang resigned as the Chairman and a director of the Company with effect from 14 March 2025 due to his work re-allocation. Accordingly, Mr. Wang will also cease to be a member of the Remuneration Committee and the chairman of the Strategy and Sustainable Development Committee of the Board.

Mr. Wang has confirmed that he does not have any disagreement with the Company and the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

According to the Company Law of the People’s Republic of China and other relevant laws and regulations, the resignation of Mr. Wang will not cause the number of the Board members to be lower than the quorum, and will not affect the normal operation of the Board and the Company.

The Board would like to express its sincere gratitude and appreciation to Mr. Wang for his contribution to the Company during his tenure of service!

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

As at the date of this announcement, the members of the Board of the Company are set out below:

Directors:

Mr. Song Rong

Mr. Yang Guofeng
 Ms. Luo Li
 Mr. Yu Zhiliang
 Mr. Tao Wu
 Mr. Jerry Hsu

Independent non-executive Directors:

Ms. Wang Xiaoli
 Ms. Ning Yaping
 Mr. Cui Xinjian
 Mr. Cui Fan

As at the date of this announcement, the Board has set up four board committees, namely Audit Committee, Remuneration Committee, Nomination Committee and Strategy and Sustainable Development Committee. The composition of the board committees of the Company is set out below:

	Audit Committee	Remuneration Committee	Nomination Committee	Strategy and Sustainable Development Committee
Mr. Song Rong				Member
Mr. Yang Guofeng				Member
Ms. Luo Li				
Mr. Yu Zhiliang				Member
Mr. Tao Wu				
Mr. Jerry Hsu				
Ms. Wang Xiaoli	Member	Member	Member	
Ms. Ning Yaping	Chairman	Member	Member	
Mr. Cui Xinjian	Member	Member	Chairman	Member
Mr. Cui Fan	Member	Chairman	Member	

APPOINTMENT OF A DIRECTOR

On 14 March 2025, the Board approved the proposed appointment of Mr. Zhang Yi (“**Mr. Zhang**”) as a director of the Company, and his proposed term of office will be from the date of approval by the shareholders of the Company at the extraordinary general meeting to the expiration date of the fourth session of the Board. The biographical details of Mr. Zhang are set out as follows:

Mr. Zhang, born in 1971, Senior Economist, is currently the Secretary of the Party Committee of the Company. Mr. Zhang obtained a bachelor’s degree of engineering in transportation management from Wuhan Institute of Water Transport Engineering, and a doctorate degree of engineering in transportation planning and management from Wuhan University of Technology. Mr. Zhang served as the Assistant to the Director and Deputy Director of Zhanjiang Port Bureau, the President, a Director, the Chairman of the Board of Directors and Secretary of the Party

Committee of Zhanjiang Port (Group) Co., Ltd. From July 2017 to August 2021, he served as a member of the Party Committee, the Secretary of the Discipline Inspection Committee and a Deputy General Manager of China Merchants Port Holdings Company Limited (Stock code: HK00144). From December 2018 to August 2021, he concurrently served as a Director, the Chief Operating Officer, General Manager and Deputy Secretary of the Party Committee of China Merchants Port Group Co., Ltd. (Stock code: SZ001872). From April 2020 to February 2022, he served as a Director, the Chief Executive Officer and Secretary of the Party Committee of Liaoning Port Group Limited. From November 2021 to February 2022, he served as a Director and the Chairman of the Board of Directors of Liaoning Port Co., Ltd. (Stock codes: SH601880, HK02880). From February 2022 to March 2025, he served as the Chairman of the Board of Directors and Secretary of the Party Committee of China Yangtze Shipping Group Co., Ltd. Since April 2022, he has served as a Director and the Chairman of the Board of Directors of Nanjing Tanker Corporation (Stock code: SH601975).

Mr. Zhang has confirmed that, save as disclosed in this announcement, as at the date of this announcement (i) he did not hold any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) he is not related to any director, senior management or substantial or controlling shareholders of the Company; (iii) he does not hold any position in the Company or any of its subsidiaries; and (iv) he does not have nor is deemed to have any interest in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)). The Company will enter into a service contract with Mr. Zhang after his appointment becomes effective upon the approval at the extraordinary general meeting of the Company. The remuneration of Mr. Zhang serving as a director of the Company will be determined by the Board based on the recommendation of the remuneration committee of the Company and pursuant to the Company's remuneration policy with reference to his scope of work and performance, which will be disclosed in the annual report(s) of the Company during his term of office and proposed to the Company's general meeting(s) for final approval.

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Zhang that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and there are no other matters that need to be brought to the attention of the shareholders of the Company.

A circular of the extraordinary general meeting, containing, among other things, details of the proposed appointment of Mr. Zhang, will be published and/or despatched to the shareholders of the Company as soon as practicable as required under the Listing Rules and the articles of association of the Company.

RESIGNATION OF PRESIDENT

The Board recently received the resignation letter from Mr. Song Rong ("**Mr. Song**"), that Mr. Song resigned as the president of the Company with effect from 14 March 2025 due to his work re-allocation.

Mr. Song has confirmed that he does not have any disagreement with the Company and the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company. The Company will, in accordance with the Company Law of the People's Republic of China, the Articles of Association of Sinotrans Limited and other relevant regulations, appoint a new president as soon as practicable.

The Board would like to express its sincere gratitude and appreciation to Mr. Song for his contribution to the Company during his tenure of service!

By Order of the Board
Sinotrans Limited
Li Shichu
Company Secretary

Beijing, 14 March 2025

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