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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)

(I) CHANGE OF DIRECTORS; AND

(II) LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

CHANGE OF DIRECTORS

The board of directors (the “**Board**”) of Sinotrans Limited (the “**Company**”) recently received the resignation letter from Mr. Song Rong (“**Mr. Song**”), that Mr. Song resigned as a director of the Company with effect from 6 June 2025 due to his work re-allocation. Accordingly, Mr. Song will also cease to be a member of the Strategy and Sustainable Development Committee of the Board.

According to the Company Law of the People’s Republic of China and other relevant laws and regulations, the resignation of Mr. Song 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.

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

On 6 June 2025, the Board approved the proposed appointment of Mr. Gao Xiang (“**Mr. Gao**”) as a director of the Company, and his proposed term of office will commence 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 Company will enter into a director service contract with Mr. Gao after his appointment becomes effective upon the approval at the extraordinary general meeting of the Company, but Mr. Gao will not be entitled to receive any emoluments as a director of the Company.

The biographical details of Mr. Gao are set out as follows:

Mr. Gao, born in 1972, is the President and Chief Digital Officer of the Company. Mr. Gao graduated from Nankai University in 1995. From 1995 to 2016, Mr. Gao worked at TravelSky Technology Limited (Stock code: HK00696), and successively served as an Engineer, the Executive Manager of Marketing Division, General Manager of Aviation Business Division and General Manager and Interim Secretary of the Party Committee of Research and Development Center. In September 2016, Mr. Gao was appointed as the Chief Information Officer of the Company (renamed as the “Chief Digital Officer” in 2019). From February 2022 to May 2025, Mr. Gao was appointed as the Vice President of the Company. In December 2024, Mr. Gao was appointed as a director of DHL-Sinotrans International Air Courier Ltd. In May 2025, Mr. Gao was appointed as the President of the Company

As at the date of this announcement, Mr. Gao served as the chairman of Y2T Technology Co., Ltd. (運易通科技有限公司), a subsidiary of the Company, and he held 300,000 A shares of the Company and 509,200 share options granted by the Company under the share option scheme of the Company (entitling to purchase 509,200 A shares of the Company at the prescribed exercise price), representing approximately 0.01% of the total issued shares of the Company.

Mr. Gao 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)).

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Gao 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. Gao as a director of the Company, 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.

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. Zhang Yi (Chairman)

Mr. Yang Guofeng

Ms. Luo Li
Mr. Yu Zhiliang
Mr. Huang Chuanjing
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. Zhang Yi			Member	Chairman
Mr. Yang Guofeng				Member
Ms. Luo Li				
Mr. Yu Zhiliang				Member
Mr. Huang Chuanjing				
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	

By Order of the Board
Sinotrans Limited
Li Shichu
Company Secretary

Beijing, 6 June 2025

As at the date of this announcement, the board of directors of the Company comprises Zhang Yi (Chairman), Yang Guofeng, Luo Li, Yu Zhiliang, Huang Chuanjing, Jerry Hsu, and four independent non-executive directors, namely Wang Xiaoli, Ning Yaping, Cui Xinjian and Cui Fan.