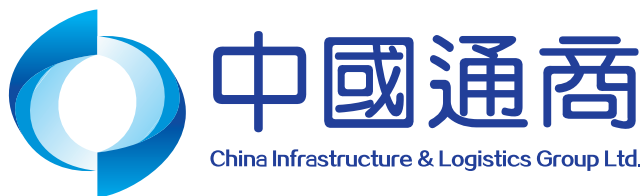


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China Infrastructure & Logistics Group Ltd.

中國通商集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1719)

**RENEWAL OF CONTINUING CONNECTED TRANSACTIONS
2026 COMPREHENSIVE PORT LOGISTICS SERVICES
FRAMEWORK AGREEMENTS**

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

References are made to the announcement of the Company dated 25 April 2023 and the circular of the Company dated 9 June 2023 in relation to the 2023 Comprehensive Port Logistics Services Framework Agreements.

As the term of each of the 2023 Comprehensive Port Logistics Services Framework Agreements will expire on 31 December 2025, on 22 December 2025, the Company entered into the 2026 Comprehensive Port Logistics Services Framework Agreements with Hubei Port to renew the 2023 Comprehensive Port Logistics Services Framework Agreements for a term of three years commencing from 1 January 2026 to 31 December 2028 (both days inclusive).

LISTING RULES IMPLICATIONS

As at the date of this announcement, Hubei Port (Hong Kong) is the controlling shareholder of the Company, holding approximately 74.98% of the total issued share capital of the Company and is therefore a connected person of the Company. Hubei Port (Hong Kong) is a wholly owned subsidiary of Hubei Port and therefore a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the provision of the Comprehensive Port Logistics Services by the Group to the Hubei Port Group and vice versa under the 2026 Comprehensive Port Logistics Services Framework Agreements constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratios in respect of the proposed annual caps under each of the 2026 Comprehensive Port Logistics Services Framework Agreements is more than 5%, each of the 2026 Comprehensive Port Logistics Services Framework Agreements is subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

EGM

The EGM will be convened and held to seek the approval of the Independent Shareholders for the entering into of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions).

The Independent Board Committee comprising all the independent non-executive Directors have been established to advise the Independent Shareholders as to whether the terms of each of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, in the interests of the Company and the Shareholders as a whole, and to advise the Independent Shareholders on how to vote on the resolutions at the EGM after taking into account the recommendations of the Independent Financial Adviser.

Halcyon Capital Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders on the terms of each of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions).

CIRCULAR

A circular containing, among other things, (i) further information on the 2026 Comprehensive Port Logistics Services Framework Agreements; (ii) the notice of the EGM; (iii) the letter from the Independent Financial Adviser to both the Independent Board Committee and the Independent Shareholders regarding the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder; and (iv) the recommendation of the Independent Board Committee to the Independent Shareholders in connection thereto, will be distributed to the Shareholders as soon as practicable. It is currently expected that the circular will be distributed to the Shareholders on or before 15 January 2026.

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

References are made to the announcement of the Company dated 25 April 2023 and the circular of the Company dated 9 June 2023 in relation to the 2023 Comprehensive Port Logistics Services Framework Agreements.

As the term of each of the 2023 Comprehensive Port Logistics Services Framework Agreements will expire on 31 December 2025, on 22 December 2025, the Company entered into the 2026 Comprehensive Port Logistics Services Framework Agreements with Hubei Port to renew the 2023 Comprehensive Port Logistics Services Framework Agreements for a term of three years commencing from 1 January 2026 to 31 December 2028 (both days inclusive).

1. 2026 CIL COMPREHENSIVE PORT LOGISTICS SERVICES FRAMEWORK AGREEMENT

Principal terms of the 2026 CIL Comprehensive Port Logistics Services Framework Agreement are set out below.

Date: 22 December 2025

Parties: (i) The Company; and
(ii) Hubei Port.

Nature of transaction:	Under the 2026 CIL Comprehensive Port Logistics Services Framework Agreement, the Group will provide Comprehensive Port Logistics Services to the Hubei Port Group, with a greater focus on port loading and unloading, among other services, at Phase I of Yangluo port area in the WIT Port and from Hannan port to Phase II and Phase III of Yangluo Port area in the WIT Port, and leasing and power services within the Hannan Port.
Individual Agreements:	It is envisaged that from time to time and as required, Individual Agreement(s) will be entered into between the relevant respective members of the Group and the Hubei Port Group. Each Individual Agreement may only contain provisions which are in all material respects consistent with the terms set out in the 2026 CIL Comprehensive Port Logistics Services Framework Agreement.
Term:	The 2026 CIL Comprehensive Port Logistics Services Framework Agreement has a fixed term commencing from 1 January 2026 to 31 December 2028 (both days inclusive).
Payment:	Payment for the Comprehensive Port Logistics Services will be settled by bank transfer at credit terms to be agreed by the parties in accordance with market practice.

Pricing Policy and Other Terms

Pursuant to the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment) and the Notice on Continued Implementation of the Measures for Calculating Port Charges* (關於延續實施《港口收費計費辦法》的公告) issued by the Ministry of Transport and National Development and Reform Commission of the PRC, port charges are subject to statutory caps and shall be determined with reference to market demand, production and operational costs incurred and the scope of services provided.

As a general principle, the service fees payable under the 2026 CIL Comprehensive Port Logistics Services Framework Agreement for the provision of the Comprehensive Port Logistics Services shall be determined pursuant to good faith negotiations between the parties, with reference (but not limited) to the prevailing market price of similar services, pricing standards of previous transactions, the operational costs (including labor and administrative costs) to be borne by the Group for the provision of the Comprehensive Port Logistics Services and pricing standards set by relevant government authorities. In particular, the Group and the Hubei Port Group shall adhere to the statutory caps as set out in the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment).

The Group also adopts the following pricing policy:

- (i) each Individual Agreement will be negotiated on an arm's length basis to ensure that the relevant pricing terms are fair and reasonable and on normal commercial terms; and
- (ii) the relevant member of the Group shall (i) conduct market research on (if available) at least three other Independent Third Parties in the neighbouring ports where the Comprehensive Port Logistics Services are rendered and make reference to the prevailing fees charged by such Independent Third Parties for providing similar services in the same industry; (ii) obtain any standard fees designated by the relevant regulatory authorities (if applicable); (iii) obtain at least two other contemporaneous transactions entered into by the Group for similar Comprehensive Port Logistics Services carried out with Independent Third Parties (if available); and (iv) obtain such other fees of similar transactions conducted by other service providers in the PRC which the Group considers to be matching, fair and competitive.

Historical Annual Caps and Historical Transaction Amount

For each of the three financial years ending 31 December 2025, the annual cap of the Comprehensive Port Logistics Services under the 2023 CIL Comprehensive Port Logistics Services Framework Agreement was RMB15,520,000 (approximately HK\$17,690,000), RMB18,310,000 (approximately HK\$20,870,000) and RMB20,380,000 (approximately HK\$23,230,000), respectively.

For each of the financial years ended 31 December 2023 and 2024 and the eleven months ended 30 November 2025, the actual amount of service fees payable by the Hubei Port Group to the Group under the 2023 CIL Comprehensive Port Logistics Services Framework Agreement was approximately RMB11,017,000 (approximately HK\$12,155,000), RMB10,987,000 (approximately HK\$11,681,000) and RMB9,299,000 (approximately HK\$10,090,000), respectively.

As at the date of this announcement, the annual cap under the 2023 CIL Comprehensive Port Logistics Services Framework Agreement for each of the three financial years ending 31 December 2025 has not been exceeded.

Annual Caps and Basis of Determination

The proposed maximum service fees payable by the Hubei Port Group to the Group under the 2026 CIL Comprehensive Port Logistics Services Framework Agreement for the three years ending 31 December 2028 are expected not to exceed RMB19,201,000 (approximately HK\$20,833,000), RMB20,717,000 (approximately HK\$22,478,000) and RMB23,113,000 (approximately HK\$25,078,000) respectively, which were determined after arm's length negotiations with reference to the historical transaction amounts, the expected transaction amounts, the prevailing market price, the service fees charged by Independent Third Party service providers in the provision of similar Comprehensive Port Logistics Services and with reference to the statutory caps as set out in the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment), to ensure that the terms offered to the Hubei Port Group shall not be more favorable than those offered by the Group to Independent Third Parties. In arriving at the proposed annual caps as mentioned above, the Board has also considered the following factors:

- (i) the expected increase in demand for the Comprehensive Port Logistics Services taking into account China's 2025 gross domestic product (GDP) growth target of around 5% and the government's initiatives to sustain economic growth;
- (ii) the expected increase in transaction amount due to the expansion of Hubei Port Group into new businesses and the anticipated increase in container volume that requires the Comprehensive Port Logistics Services from the Group; and
- (iii) the expected increase in transaction amount due to the internal coordination of Hubei Port Group, which would result in the increase in resource allocation for the Comprehensive Port Logistics Services to be provided by the Group.

2. 2026 HUBEI PORT COMPREHENSIVE PORT LOGISTICS SERVICES FRAMEWORK AGREEMENT

Principal terms of the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement are set out below.

Date: 22 December 2025

Parties: (a) The Company; and

(b) Hubei Port.

Nature of transaction: Under the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement, the Hubei Port Group will provide Comprehensive Port Logistics Services to the Group, with a greater focus on container management, among other services, at Phase II and Phase III of Yangluo Port area in the WIT Port, and agency services in the Hannan Port.

Individual Agreements: It is envisaged that from time to time and as required, Individual Agreement(s) will be entered into between the relevant respective members of the Group and the Hubei Port Group. Each Individual Agreement may only contain provisions which are in all material respects consistent with the terms set out in the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement.

Term: The 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement has a fixed term commencing from 1 January 2026 to 31 December 2028 (both days inclusive).

Payment: Payment for the Comprehensive Port Logistics Services will be settled by bank transfer at credit terms to be agreed by the parties in accordance with market practice.

Pricing Policy and Other Terms

Pursuant to the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment) and the Notice on Continued Implementation of the Measures for Calculating Port Charges* (關於延續實施《港口收費計費辦法》的公告) issued by the Ministry of Transport and National Development and Reform Commission of the PRC, port charges are subject to statutory caps and shall be determined with reference to market demand, production and operational costs incurred and the scope of services provided.

As a general principle, the service fees payable under each of the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement for the provision of the Comprehensive Port Logistics Services shall be determined pursuant to good faith negotiations between the parties, with reference (but not limited) to the prevailing market price of similar services, pricing standards of previous transactions, the operational costs (including labor and administrative costs) to be borne by the Hubei Port Group for the provision of the Comprehensive Port Logistics Services and pricing standards set by relevant government authorities. In particular, the Group and the Hubei Port Group shall adhere to the statutory caps as set out in the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment).

The Group also adopts the following pricing policy:

- (i) each Individual Agreement will be negotiated on an arm's length basis to ensure that the relevant pricing terms are fair and reasonable and on normal commercial terms; and
- (ii) the relevant member of the Group shall (i) conduct market research on (if available) at least three other Independent Third Parties in the neighbouring ports where the Comprehensive Port Logistics Services are rendered and make reference to the prevailing fees charged by such Independent Third Parties for providing similar services in the same industry; (ii) obtain any standard fees designated by the relevant regulatory authorities (if applicable); (iii) obtain at least two other contemporaneous transactions entered into by the Group for similar Comprehensive Port Logistics Services carried out with Independent Third Parties (if available); and (iv) obtain such other fees of similar transactions conducted by other service providers in the PRC which the Group considers to be matching, fair and competitive.

Historical Annual Caps and Historical Transaction Amount

For each of the three financial years ending 31 December 2025, the annual cap of the Comprehensive Port Logistics Services under the 2023 Hubei Port Comprehensive Port Logistics Services Framework Agreement was RMB22,070,000 (approximately HK\$25,160,000), RMB23,540,000 (approximately HK\$26,830,000) and RMB25,700,000 (approximately HK\$29,300,000), respectively.

For each of the financial years ended 31 December 2023 and 2024 and the eleven months ended 30 November 2025, the actual amount of service fees payable by the Group to the Hubei Port Group under the 2023 Hubei Port Comprehensive Port Logistics Services Framework Agreement was approximately RMB12,432,000 (approximately HK\$13,716,000), RMB15,224,000 (approximately HK\$16,186,000) and RMB23,347,000 (approximately HK\$25,331,000), respectively.

As at the date of this announcement, the annual cap under the 2023 Hubei Port Comprehensive Port Logistics Services Framework Agreement for each of the three financial years ending 31 December 2025 has not been exceeded.

Annual Caps and Basis of Determination

The proposed maximum service fees payable by the Group to the Hubei Port Group under the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement for the three years ending 31 December 2028 are expected not to exceed RMB38,060,000 (approximately HK\$41,295,000), RMB40,390,000 (approximately HK\$43,823,000) and RMB44,220,000 (approximately HK\$47,979,000) respectively, which were determined after arm's length negotiations with reference to the historical transaction amounts, the expected transaction amounts, the statutory caps as set out in the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment), to ensure that the relevant pricing terms are on normal commercial terms and no more favorable than those being agreed with Independent Third Party service providers for comparable transactions. In arriving at the proposed annual caps as mentioned above, the Board has also considered the following factors:

- (i) the expected increase in demand for the Comprehensive Port Logistics Services taking into account China's 2025 gross domestic product (GDP) growth target of around 5% and the government's initiatives to sustain economic growth;
- (ii) the historical transaction amount in respect of port loading and unloading services provided by Independent Third Parties, which will be covered under the Comprehensive Port Logistics Services to be provided by the Hubei Port Group;

- (iii) the expected increase in transaction amount in respect of container management due to the anticipated increase in container volume that requires the Comprehensive Port Logistics Services from the Hubei Port Group;
- (iv) the expected increase in transaction amount in respect of agency services taking in account the Group's expansion into international breakbulk business with GEM (格林美), which requires the Comprehensive Port Logistics Services from the Hubei Port Group; and
- (v) the expected increase in transaction amount due to the internal coordination of Hubei Port Group, which would result in the increase in resource allocation for the Comprehensive Port Logistics Services to be provided by the Hubei Port Group.

The reasons for the difference in the annual caps for the service fees payable under the 2026 CIL Comprehensive Port Logistics Services Framework Agreement and those under the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement are mainly due to (1) the business volume will be different to meet the demands for the Comprehensive Port Logistics Services required at each port, with anticipation that the demands for such services to be provided by Hubei Port Group will be higher at the WIT Port and the Hannan Port; and (2) the service fees payable by the Group to the Hubei Port Group is estimated to be higher than the estimated service fees to be received by the Group, mainly based on the higher volume of the container management services within the WIT Port and the agency services within the Hannan Port with reference to the pricing standards as set out in the Measures for Calculating Port Charges* (港口收費計費辦法) (2019 Amendment).

INTERNAL CONTROL MEASURES

The Company has adopted the following internal control measures with respect to the transactions contemplated under the 2026 Comprehensive Port Logistics Services Framework Agreements in order to safeguard the interests of the Shareholders:

- (a) before entering into each Individual Agreement, the relevant department of the Company will review the proposed terms for such transactions to ensure that they are conducted on normal commercial terms and in accordance with the terms and pricing policies of the respective 2026 Comprehensive Port Logistics Services Framework Agreements before they approve of the transactions;
- (b) the relevant department of the Company will continue to monitor the transactions after approval on a regular basis to evaluate if the services are provided pursuant to the terms of the Individual Agreements entered into;

- (c) the independent non-executive Directors will conduct annual review to confirm that the transactions pursuant to the 2026 Comprehensive Port Logistics Services Framework Agreements are (1) in the ordinary and usual course of business of the Group; (2) on normal commercial terms or better; and (3) in accordance with the said agreements on terms that are fair and reasonable and in the interests of the Shareholders as a whole; and
- (d) the Company will engage an external auditor to conduct annual review on such continuing connected transactions.

REASONS FOR AND BENEFITS OF ENTERING INTO THE 2026 COMPREHENSIVE PORT LOGISTICS SERVICES FRAMEWORK AGREEMENTS

The principal activities of the Group are investment in and development, operation and management of containers and other ports, and the provision of port related, logistics and other services, including integrated logistics, port and warehouse leasing and supply chain management and trading business, which are mainly conducted through various ports. By entering into the 2026 Comprehensive Port Logistics Services Framework Agreements, the Group will be able to elevate its branding and customer rating as a service provider for the provision of Comprehensive Port Logistics Services, particularly at the ports located in the Yangtze River Basin in Hubei Province, the PRC.

The Company believes that, by providing the Comprehensive Port Logistics Services to the Hubei Port Group at the ports where the Group has a large market share, the Group can further expand and diversify its business and broaden the Group's revenue base, enhancing the Group's profitability and bringing better returns to the Shareholders. At the same time, by cooperating with the Hubei Port Group to provide the Comprehensive Port Logistics Services to the Group at the WIT Port and the Hannan Port, the Group can benefit from the experience and expertise of the Hubei Port Group in handling port related, logistics and other services for the Group at such other ports.

As the Group has been providing the Comprehensive Port Logistics Services to the Hubei Port Group and vice versa, the Board considered that by entering into the 2026 Comprehensive Port Logistics Services Framework Agreements with the Hubei Port Group, it will further expand the Group's geographical coverage in Wuhan, Hubei Province, whilst increasing the volume of business handled by the Group through its existing ports in the Yangtze River Basin, both of which are conducive to the synergy and long-term development of the Group's core business in light of the promising prospects of economic growth in Wuhan.

APPROVAL OF THE BOARD

In light of the above, the Board (excluding Mr. Qiao Yun, executive Director, and Ms. Yu Ling and Mr. Li Wei, non-executive Directors, who are considered to have material interests in the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder, and the independent non-executive Directors who will express their view after obtaining the advice from the Independent Financial Adviser) considered that the terms of each of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole.

As at the date of this announcement, as each of Mr. Qiao Yun, Ms. Yu Ling and Mr. Li Wei holds positions with Hubei Port and its associates, they have abstained from voting on the Board resolutions approving the entering into of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Hubei Port (Hong Kong) is the controlling shareholder of the Company, holding approximately 74.98% of the total issued share capital of the Company and is therefore a connected person of the Company. Hubei Port (Hong Kong) is a wholly owned subsidiary of Hubei Port and therefore a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the provision of the Comprehensive Port Logistics Services by the Group to the Hubei Port Group and vice versa under the 2026 Comprehensive Port Logistics Services Framework Agreements constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratios in respect of the proposed annual caps under each of the 2026 Comprehensive Port Logistics Services Framework Agreements is more than 5%, each of the 2026 Comprehensive Port Logistics Services Framework Agreements is subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

INFORMATION OF THE PARTIES

Information on the Company and the Group

The Company is an investment holding company incorporated in the Cayman Islands with limited liability. The principal activities of the Group are investment in and development, operation and management of containers and other ports, and the provision of port related, logistics and other services, including integrated logistics, port and warehouse leasing and supply chain management and trading business, which are mainly conducted through various ports, including the WIT Port, the Multi-Purpose Port (通用港口) and the Hannan Port, all located in the Yangtze River Basin in Hubei Province, the PRC.

Information on Hubei Port

Hubei Port is the holding company of Hubei Port (Hong Kong) (the controlling shareholder of the Company) incorporated in the PRC with limited liability and is ultimately controlled by the State-owned Assets Supervision and Administration Commission of the Hubei Provincial People's Government* (湖北省人民政府國有資產監督管理委員會) as to 50.8% and the State-owned Assets Supervision and Administration Commission of the Wuhan Municipal People's Government* (武漢市人民政府國有資產監督管理委員會) as to 49.2%. Hubei Port is principally engaged in the investment in and construction of infrastructures and the operation of ports, as well as the provision of other services including integrated logistics and supply chain management.

EGM

The EGM will be convened and held to seek the approval of the Independent Shareholders for the entering into of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions).

The Independent Board Committee comprising all the independent non-executive Directors have been established to advise the Independent Shareholders as to whether the terms of each of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, in the interests of the Company and the Shareholders as a whole, and to advise the Independent Shareholders on how to vote on the resolutions at the EGM after taking into account the recommendations of the Independent Financial Adviser.

Halcyon Capital Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders on the terms of each of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions).

CIRCULAR

A circular containing, among other things, (i) further information on the 2026 Comprehensive Port Logistics Services Framework Agreements; (ii) the notice of the EGM; (iii) the letter from the Independent Financial Adviser to both the Independent Board Committee and the Independent Shareholders regarding the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder; and (iv) the recommendation of the Independent Board Committee to the Independent Shareholders in connection thereto, will be distributed to the Shareholders as soon as practicable. It is currently expected that the circular will be distributed to the Shareholders on or before 15 January 2026.

DEFINITIONS

Unless otherwise stated, the terms in this announcement have the following meanings:

“2023 CIL Comprehensive Port Logistics Services Framework Agreement”	the comprehensive port logistics services framework agreement dated 25 April 2023 entered into between the Company and Hubei Port in relation to the provision of the Comprehensive Port Logistics Services by the Group to the Hubei Port Group
“2023 Comprehensive Port Logistics Services Framework Agreements”	collectively, the 2023 CIL Comprehensive Port Logistics Services Framework Agreement and the 2023 Hubei Port Comprehensive Port Logistics Services Framework Agreement
“2023 Hubei Port Comprehensive Port Logistics Services Framework Agreement”	the comprehensive port logistics services framework agreement dated 25 April 2023 entered into between the Company and Hubei Port in relation to the provision of the Comprehensive Port Logistics Services by the Hubei Port Group to the Group
“2026 CIL Comprehensive Port Logistics Services Framework Agreement”	the comprehensive port logistics services framework agreement dated 22 December 2025 entered into between the Company and Hubei Port in relation to the provision of the Comprehensive Port Logistics Services by the Group to the Hubei Port Group

“2026 Comprehensive Port Logistics Services Framework Agreements”	collectively, the 2026 CIL Comprehensive Port Logistics Services Framework Agreement and the 2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement
“2026 Hubei Port Comprehensive Port Logistics Services Framework Agreement”	the comprehensive port logistics services framework agreement dated 22 December 2025 entered into between the Company and Hubei Port in relation to the provision of the Comprehensive Port Logistics Services by the Hubei Port Group to the Group
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Company”	China Infrastructure & Logistics Group Ltd., a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1719)
“Comprehensive Port Logistics Services”	port logistics integrated services, including but not limited to port loading and unloading, stockpiling, storage, drayage, transportation, leasing, container management, agency, power and other services
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held to consider and if thought fit, approve the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions)
“Group”	the Company and its subsidiaries

“Hannan Port”	the Hannan Port (漢南港) is located along the Yangtze River in Wuhan, adjacent to the Shanghai-Chengdu, Beijing-Zhuhai Expressway and is within 80 kilometers of the Beijing-Guangzhou and Beijing-Kowloon rail link
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hubei Port”	Hubei Port Group Company Limited* (湖北港口集團有限公司), a company incorporated in the PRC with limited liability and is the holding company of Hubei Port (Hong Kong) as at the date of this announcement
“Hubei Port Group”	Hubei Port and its subsidiaries but excluding the Group
“Hubei Port (Hong Kong)”	Hubei Port (Hong Kong) International Limited (湖北港口(香港)國際有限公司), a company incorporated in Hong Kong with limited liability and is the controlling shareholder of the Company as at the date of this announcement
“Independent Board Committee”	an independent board committee comprising all independent non-executive Directors, namely Mr. Chau Kwok Keung, Mr. Fu Xinping and Dr. Mao Zhenhua, formed to advise the Independent Shareholders in relation to the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions)
“Independent Financial Adviser”	Halcyon Capital Limited, a licensed corporation permitted under the SFO to carry out type 6 (advising on corporate finance) regulated activities under the SFO which has been appointed as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the 2026 Comprehensive Port Logistics Services Framework Agreements and the transactions contemplated thereunder (including the proposed annual caps for those transactions)

“Independent Shareholders”	the Shareholders other than the Hubei Port Group and other shareholders with a material interest in the transactions contemplated under the 2026 Comprehensive Port Logistics Services Framework Agreements
“Independent Third Party(ies)”	individual(s) or company(ies) and their respective ultimate beneficial owner(s), who/which, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, is/are not connected with the Company or its connected person
“Individual Agreement(s)”	the specific individual agreement(s) that may be entered into between members of the Group and the Hubei Port Group in accordance with the principles and terms of the 2026 Comprehensive Port Logistics Services Framework Agreements
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.1 each in the issued share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“WIT Port”	the WIT Port (武漢陽邏港) is located along the Yangtze River in the Yangluo Economic Development Zone, Wuhan, Hubei Province, the PRC
“%”	per cent.

Note: For the purpose of illustration only and unless otherwise stated, conversion of RMB to HK\$ in this announcement is calculated at the exchange rate of RMB1.00 to HK\$1.085. Such conversion rate should not be construed as a representation that any amount has been, could have been, or may be, exchanged at this or any other rate.

By order of the Board
China Infrastructure & Logistics Group Ltd.
Mr. Fei Benjun
Executive Director and Chairman

Hong Kong, 22 December 2025

As at the date of this announcement, the Board comprises Mr. Fei Benjun and Mr. Qiao Yun as executive Directors; Mr. Li Wei and Ms. Yu Ling as non-executive Directors; and Mr. Chau Kwok Keung, Mr. Fu Xinping and Dr. Mao Zhenhua as independent non-executive Directors.

** For identification purpose only*