THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in **CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.**, you should at once hand this circular and the form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中國國際海運集裝箱(集團)股份有限公司

CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.

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

(Stock Code: 02039)

PROPOSED BY-ELECTION OF INDEPENDENT DIRECTOR

The First Extraordinary General Meeting for 2026 will be held at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC at 2:55 p.m. on Thursday, 29 January 2026. The notice of the First Extraordinary General Meeting for 2026 dated 12 January 2026 has been published together with the form of proxy. Whether or not you are able to attend the First Extraordinary General Meeting for 2026, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the office as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the First Extraordinary General Meeting for 2026 (or any adjournment thereof). Completion and return of the form of proxy will not preclude you from attending and voting in person at the First Extraordinary General Meeting for 2026 (or any adjournment thereof) should you so wish.

12 January 2026

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Unless the context otherwise requires, the following expressions in this circular shall have the following meanings:

"A Share(s)"	the domestic share(s) in the registered capital of the Company with a nominal value of RMB1.00 each, which are listed on the Shenzhen Stock Exchange and traded in RMB;
"Articles of Association"	the articles of association of China International Marine Containers (Group) Co., Ltd.;
"Board" or "Board of Directors"	the board of Directors of the Company;
"Circular"	the circular of the Company dated 12 January 2026;
"Company" or "CIMC"	China International Marine Containers (Group) Co., Ltd. (中國國際海運集裝箱(集團)股份有限公司), a joint stock company incorporated in the PRC with limited liability under the Company Law of the PRC in January 1980, the H Shares of which are listed on the Hong Kong Stock Exchange and the A Shares of which are listed on the Shenzhen Stock Exchange;
"CSRC"	China Securities Regulatory Commission;
"Director(s)"	the director(s) of the Company;
"First Extraordinary General Meeting for 2026"	the first extraordinary general meeting for 2026 to be held by the Company at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC at 2:55 p.m. on Thursday, 29 January 2026;
"Group"	the Company and its subsidiaries;
"H Share(s)"	the overseas-listed foreign share(s) in the registered share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars;
"HK$"	Hong Kong dollar(s), the lawful currency of Hong Kong;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Hong Kong Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited;

"Latest Practicable Date"	7 January 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this Circular prior to its printing;
"PRC"	the People's Republic of China;
"RMB"	Renminbi, the lawful currency of the PRC;
"Shareholder(s)"	the holder(s) of Share(s) of the Company.

中國國際海運集裝箱(集團)股份有限公司
CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.
(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 02039)

Board of Directors:
Executive Director:
Mr. MAI Boliang *(Chairman)*

Non-executive Directors:
Mr. ZHU Zhiqiang *(Vice-chairman)*
Mr. MEI Xianzhi *(Vice-chairman)*
Mr. XU Laping
Mr. ZHAO Jintao
Ms. ZHAO Feng

Independent non-executive Directors:
Mr. ZHANG Guanghua
Mr. YANG Xiong
Mr. WONG Kwai Huen, Albert

Legal address, registered address and address of head office:
8th Floor, CIMC R&D Centre,
2 Gangwan Avenue,
Shekou, Nanshan District,
Shenzhen,
Guangdong, the PRC

12 January 2026

To the Shareholders

Dear Sir or Madam,

PROPOSED BY-ELECTION OF INDEPENDENT DIRECTOR

I. INTRODUCTION

References are made to (1) the announcement of the Company dated 12 January 2026 in relation to the resolution of the first meeting in 2026 of the eleventh session of the Board; (2) the announcement of the Company dated 12 January 2026 in relation to the proposed by-election of independent Director; and (3) the notice of the First Extraordinary General Meeting for 2026 of the Company dated 12 January 2026.

The purpose of this Circular is to provide the Shareholders with further details on the Resolution on the By-election of Ms. XIE Jiawei as an Independent Non-executive Director of the Eleventh Session of the Board, so that the Shareholders can make informed decisions regarding their voting on the relevant resolution to be proposed at the First Extraordinary General Meeting for 2026.

II. PROPOSED BY-ELECTION OF INDEPENDENT DIRECTOR

On 12 January 2026, the Resolution on the By-election of Ms. XIE Jiawei as an Independent Non-executive Director of the Eleventh Session of the Board was considered and approved at the first meeting in 2026 of the eleventh session of the Board of the Company, details of which are as follows:

The Company disclosed an announcement on 14 November 2025 in relation to the resignation of an independent director. Mr. YANG Xiong has tendered his resignation from all positions of the independent non-executive director of the eleventh session of the Board of the Company, the chairman of the Audit Committee of the Board and a member of each of the Strategy and Sustainable Development Committee, the Nomination Committee, the Remuneration and Appraisal Committee and the Risk Management Committee of the Board due to personal reasons. Mr. YANG stated in his written resignation that he was resigning due to "personal reasons" and did not provide any further explanation regarding such personal reasons. As at the Latest Practicable Date and save as disclosed in the aforesaid, the Company has not been provided with any other information concerning the specific reasons leading to Mr. YANG's resignation. The resignation of Mr. YANG Xiong will result in the number of independent directors of the Company falling less than one-third of the number of members of the Board of the Company and the absence of an accounting professional among the independent directors. Accordingly, until the election process for a new independent director is completed, Mr. YANG Xiong will, in compliance with applicable laws, regulations and the Articles of Association, continue to discharge his duties as an independent director and in the relevant special committees of the Board, until the date on which the new director has been approved by the shareholders at the general meeting of the Company.

In accordance with the Company Law of the People's Republic of China (the "**Company Law**"), the Articles of Association and other relevant provisions, the Board of the Company approved to nominate Ms. XIE Jiawei as the candidate for independent non-executive Director of the eleventh session of the Board of the Company, with a term commencing from the date of approval at the general meeting and ending on the expiration of the term of the eleventh session of the Board.

Biographical details of Ms. XIE Jiawei, which are required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, are set out as follows:

Ms. XIE Jiawei, born in 1973, holds a bachelor's degree and is a certified public accountant and a tax agent. She currently serves as a senior advisor at Shenzhen Hetianxia Accounting Firm (General Partnership) (深圳市和天下會計師事務所(普通合夥)). Ms. XIE Jiawei previously held the position of Vice Chairman of the Sixth Session of the Council of the Shenzhen Institute of Certified Public Accountants and was a partner of Da Hua Certified Public Accountants (Special General Partnership) (大華會計師事務所(特殊普通合夥)). She had successively served as an independent director for companies including Guangdong Xinhui Meida Nylon Co., Ltd. (renamed as Guangdong Highsun Meida New Materials Co., Ltd.) (000782.SZ), Shenzhen Topband Co., Ltd. (002139.SZ), Shenzhen Guangju Energy Co., Ltd. (000096.SZ), Shenzhen Dynanonic Co., Ltd. (300769.SZ), Shenzhen Heungkong Holding Co., Ltd. (600162.SH), Han's Laser Technology Industry Group Co., Ltd. (002008.SZ), and Winner Medical Co., Ltd. (300888.SZ).

As at the Latest Practicable Date, Ms. XIE Jiawei does not hold any shares of the Company and does not have any interest in the shares of the Company and/or its associated corporations as stated in Part XV of the Securities and Futures Ordinance of Hong Kong. Save as demonstrated in the biographical details above, Ms. XIE Jiawei did not hold any directorships in any other listed companies in the past three years and does not hold any position with subsidiaries of the Group. She is not connected with any Shareholder holding more than 5% of the shares of the Company, actual controllers, other directors or senior management of the Company. She has not ever been subject to any punishment and disciplinary sanction for securities trading by the CSRC and other relevant authorities and she has not been under any official investigation by the judicial authorities for suspected involvement of crimes or under any pending official investigation by the CSRC for suspected violation of laws or regulations; she is not subject to any conditions under which being nominated as the director of the Company is prohibited under the provisions of the Company Law, Guidelines of Self-Regulatory Regulations for Listed Companies on the Shenzhen Stock Exchange No. 1 – Standardized Operation of the Companies Listed on the Main Board and the Articles of Association; she is not a dishonest person subject to enforcement; her qualifications for appointment are in compliance with the relevant provisions of the Company Law and other relevant laws, regulations and regulatory documents, as well as the Articles of Association.

Save as disclosed above, there is no other information to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Hong Kong Listing Rules, nor any other matters concerning Ms. XIE Jiawei that need to be brought to the attention of the Shareholders of the Company.

The nomination committee of the Board of the Company has reviewed the qualifications for appointment of Ms. XIE Jiawei as the candidate for independent non-executive director, and has formed a review opinion that she is not subject to any conditions under which the undertaking of independent director at the Company is prohibited under the provisions of the Company Law, the Administrative Measures for Independent Directors of Listed Companies* (《上市公司獨立董事管理辦法》), Guidelines of Self-Regulatory Regulations for Listed Companies on the Shenzhen Stock Exchange No. 1 – Standardized Operation of the Companies Listed on the Main Board, the Articles of Association, the Working Rules for Independent Directors of China International Marine Containers (Group) Co., Ltd. and other laws and regulations and the Company's internal rules and regulations; she is not a dishonest person subject to enforcement and in compliance with the qualifications for appointment and post requirements for serving as an independent director. The nomination and voting procedures of Ms. XIE Jiawei comply with relevant laws and regulations and the Articles of Association.

The nomination of Ms. XIE Jiawei will take effect from the date of approval of the resolution on the proposed by-election of independent director by the Shareholders at the general meeting. Subject to approval at the general meeting, the Company will enter into a service contract with Ms. XIE Jiawei. Her annual allowance as an independent non-executive director amounts to RMB240,000, which is determined by the Board with reference to her experiences and contributions to the Company as an independent non-executive director, together with the industry position and future business development and actual conditions of the Company, and has been approved at the general meeting.

The above-mentioned resolution on the proposed by-election of independent Director will be proposed as an ordinary resolution at the First Extraordinary General Meeting for 2026 for the Shareholders' consideration and approval.

III. FIRST EXTRAORDINARY GENERAL MEETING FOR 2026

The First Extraordinary General Meeting for 2026 will be held at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC at 2:55 p.m. on Thursday, 29 January 2026 to consider, and if thought fit, pass the resolution regarding the matter set out in the notice of the First Extraordinary General Meeting for 2026. To the Directors' knowledge, as at the Latest Practicable Date, none of the Shareholders is required to abstain from voting on the resolution to be put forward at the First Extraordinary General Meeting for 2026.

A form of proxy for use at the First Extraordinary General Meeting for 2026 and the notice of the First Extraordinary General Meeting for 2026 have been published on 12 January 2026. Whether or not the Shareholders intend to be present at the First Extraordinary General Meeting for 2026, they are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the office of the branch registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours before the time fixed for holding of the First Extraordinary General Meeting for 2026 or any adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not prevent the Shareholders from attending and voting at the First Extraordinary General Meeting for 2026 or adjourned meeting (as the case may be) if they so wish.

In accordance with Rule 13.39(4) of the Hong Kong Listing Rules and the Articles of Association, the resolution to be put forward at the First Extraordinary General Meeting for 2026 will be voted on by the Shareholders by way of poll.

IV. RECOMMENDATIONS

The Directors (including the independent non-executive Directors) consider that the proposed resolution is in the interest of the Company and the Shareholders as a whole. None of the Directors abstained from voting on the Board resolution. The Board recommends the Shareholders to vote in favour of the resolution to be proposed at the forthcoming First Extraordinary General Meeting for 2026.

V. RESPONSIBILITY STATEMENT

This Circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong Listing Rules for the purpose of providing information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this Circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make this Circular or any statement herein misleading.

The Chinese text of this Circular shall prevail over the English text in the event of inconsistency.

By order of the Board
China International Marine Containers (Group) Co., Ltd.
WU Sanqiang
Company Secretary