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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)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is published by China International Marine Containers (Group) Co., Ltd. (the "**Company**") pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The following is the "China International Marine Containers (Group) Co., Ltd. Working Rules For Independent Directors" published on the website of the Company (www.cimc.com) and the website of Cninfo (www.cninfo.com.cn).

Announcement is hereby given.

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

Hong Kong, 8 May 2026

As at the date of this announcement, the Board of the Company comprises Mr. MAI Boliang (Chairman) as an executive director; Mr. ZHU Zhiqiang (Vice-chairman), Mr. MEI Xianzhi (Vice-chairman), Mr. XU Laping, Mr. ZHAO Jintao and Ms. ZHAO Feng as non-executive directors; and Mr. ZHANG Guanghua, Mr. WONG Kwai Huen, Albert and Ms. XIE Jiawei as independent non-executive directors.

China International Marine Containers (Group) Co., Ltd.

Working Rules For Independent Directors

(The amendments shall be effective upon approval by shareholders at the general meeting)

Chapter I General Provisions

Article 1 In order to further improve the corporate governance structure of China International Marine Containers (Group) Co., Ltd. (the "Company"), protect the interests of minority shareholders and stakeholders and facilitate the standardized operation of the Company, the Company has formulated these rules according to the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Administrative Measures for Independent Directors of Listed Companies* (《上市公司獨立董事管理辦法》), the Guidance No. 1 of Shenzhen Stock Exchange on the Self-regulation of Listed Companies – the Standardized Operation of Listed Companies on the Main Board* (《深圳證券交易所上市公司自律監管指引第 1 號——主板上市公司規範運作》), the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant laws, administrative regulations and regulatory documents as well as the relevant provisions under the Articles of Association of China International Marine Containers (Group) Co., Ltd. (the "Articles of Association").

Article 2 The independent directors referred to in these rules represent the directors who do not have any position in the Company other than serving as a director and have no direct or indirect interest relationship with the Company and its substantial shareholders and actual controller, or other relationships that may affect their independent and objective judgments.

Independent directors shall perform their duties and responsibilities independently without influence from the Company and its substantial shareholders and actual controller or other entities or individuals.

Article 3 Independent directors shall have the obligation of fidelity and diligence to the Company and all shareholders, and shall conscientiously perform their duties by playing a role of participation in decision-making, supervision and balance, and professional consultation in the board of directors, safeguard the overall interests of the Company and protect the legal rights and interests of minority shareholders in accordance with laws, administrative regulations, the requirements of the China Securities Regulatory

Commission (the “CSRC”), rules of the stock exchange(s) where the Company is listed and the provisions under the Articles of Association.

Article 4 The Company shall have independent directors in accordance with the Articles of Association. The proportion of independent directors shall not be less than one-third of the members of the board of directors, and at least one of the independent directors shall be an accounting professional. More than half of the members of the Company's Audit Committee shall be independent directors, and accounting professionals among the independent directors shall serve as conveners. More than half of the members of the Nomination Committee and the Remuneration and Appraisal Committee shall be independent directors and the same shall serve as conveners.

Chapter II Qualification Requirements of Independent Directors

Article 5 To be eligible as an independent director of the Company, a person shall:

(1) possess the qualifications for a listed company’s directorships in accordance with laws, administrative regulations and other relevant provisions;

(2) possess the independence required by national administrative regulations and relevant provisions;

(3) possess basic knowledge on the operations of a listed company, and be familiar with relevant laws, administrative regulations, systems and rules;

(4) possess at least five years of working experience in legal, accounting or economics fields required for his/her performance of duties as an independent director;

(5) possess good personal integrity and no major breach of trust or other adverse records;

(6) other conditions stipulated by laws, administrative regulations, regulations of the CSRC, rules of the stock exchange(s) where the Company is listed and the Articles of Association.

Article 6 The independent directors of the Company must be independent and shall not be served by the following persons:

(1) persons working for the Company or its subsidiaries, their spouses, parents, children, and major social relations (major social relations refer to siblings, spouses of siblings, parents of spouses, siblings of spouses, spouses of children, parents of children's spouses, etc.);

(2) natural person shareholders directly or indirectly holding more than one percent of the issued shares of the Company or any of the ten largest shareholders of the Company and their spouses, parents and children;

(3) persons who holds a position in the shareholders directly or indirectly holding more

than five percent of the issued shares of the Company or any of the five largest shareholders of the Company and their spouses, parents and children;

(4) persons serving in the subsidiaries of the Company's controlling shareholders and de facto controllers and their spouses, parents and children;

(5) persons who have significant business dealings with the Company, its controlling shareholders, de facto controllers or their respective subsidiaries, or who serve in the units with which they have significant business dealings and the units of their controlling shareholders or de facto controllers;

(6) persons providing financial, legal, consulting and sponsorship services to the Company, its controlling shareholders, de facto controllers or their respective subsidiaries, including, but not limited to, all members of the project team of the intermediary institution providing the services, reviewers at all levels, persons signing on the report, partners, directors, senior management and key persons in charge;

(7) persons who fall into the categories set out in items (1) to (6) within the last twelve months;

(8) other persons who are not independent as stipulated by laws, administrative regulations, regulations of the CSRC, rules of the stock exchange(s) where the Company is listed and the Articles of Association.

Independent directors shall conduct self-examination of their independence on an annual basis and submit the self-examination to the board of directors. The board of directors shall assess the independence of the incumbent independent directors on an annual basis and issue a special opinion, which shall be disclosed at the same time as the annual report.

Article 7 Independent directors shall, in principle, serve as independent directors in a maximum of three domestic listed companies and shall ensure that they have sufficient time and energy to effectively fulfil their duties as independent directors.

Chapter III Nomination, Election and Replacement of Independent Directors

Article 8 The board of directors of the Company and shareholders individually or jointly holding more than 1% of the issued shares of the Company may nominate candidates for independent directors to be elected at the general meetings.

Investor protection institutions established in accordance with laws may publicly request shareholders to appoint them to exercise the rights to nominate independent directors on their behalf.

The nominator(s) shall not nominate persons who are interested parties with him/her or other close members who have other circumstances that may affect their independent

duty performance as candidates for independent directors.

Article 9 The nominator(s) of independent directors shall obtain the consent of the nominee prior to any nomination. The nominator shall acquire all the personal particulars of his/her nominee as to their profession, education, job position, detailed work experiences, all part time jobs, whether there is material discredit and other bad records, and comment on their compliance with the independence requirement and other conditions for the post of independent directors. The nominee shall make announcement on their compliance with the independence requirement and other conditions for the post of independent directors.

Article 10 The nomination committee of the Company shall review the nominee's eligibility for the qualification requirements, to form a review opinion, and disclose it concurrently with the information of the candidates for independent directors.

Prior to the general meeting for independent directors' election, the Company shall disclose such contents in accordance with Article 9 of these rules and the first paragraph of this article, and submit the relevant information of all candidates for independent directors to the Shenzhen Stock Exchange. Such submitted information shall be authentic, accurate and complete. When holding a shareholders' general meeting for the election of independent directors, the board of directors of the Company shall clarify whether the candidates for independent directors have been objected by the Shenzhen Stock Exchange.

The Shenzhen Stock Exchange shall review the relevant materials of the candidates for independent directors pursuant to regulations, make a prudent judgement on whether the candidates for independent directors meet the qualifications and have the right to raise an objection. The Company shall not propose any candidate to the general meeting for election if the Shenzhen Stock Exchange objects to such candidate. If the proposal has already been submitted to the general meeting for consideration, it shall be withdrawn.

Article 11 The term of office of the independent directors shall be the same as the other directors of the Company for each session, and they may be re-appointed consecutively on expiration, however, they shall not be re-appointed for six years.

Article 12 An independent director may be removed by the Company in accordance with legal procedures prior to the expiry of his/her term of office. In the case of any early removal of an independent director, the Company shall make a timely disclosure of the specific reasons and evidence. In case that the independent director has an objection, the Company shall disclose in a timely manner.

Where an independent director does not comply with item (1) or (2) of Article 5 of these rules, he/she shall immediately cease to perform his/her duties and resign from his/her

position. If such resignation is not tendered, the board of directors shall remove such independent director from office in accordance with regulations immediately when it is aware or is deemed to be aware of the occurrence of such fact. The nomination committee of the board of directors shall assess the qualifications of the directors, if it finds that a director does not meet the qualification requirements, it shall promptly make a recommendation to the board of directors for the removal of such director.

Where an independent director resigns or is removed from his/her position as a result of involving in the circumstances stipulated above, resulting in the proportion of independent directors to the board of directors or the special committees thereunder not complying with the provisions of these rules or the Articles of Association, or the absence of an accounting professional among the independent directors, the Company shall complete the by-election within sixty days from the occurrence date of the aforesaid fact.

Article 13 Any independent director may resign before the expiry of his/her terms. A resigning independent director shall deliver his/her written notice of resignation to the board of directors, and shall make a statement on any conditions related to his/her resignation or conditions which he/she considers the shareholder and creditor of the Company shall be brought to attention. The Company shall disclose the reasons for and concerns about the resignation of an independent director.

If the proportion of independent directors of the board of directors or the special committee(s) thereunder does not meet the requirement as provided in the rules or the Articles of Association, or there is a shortage of accounting professional among the independent directors, as a result of the resignation of an independent director, the independent director who intends to resign shall continue to perform his/her duties until the date on which a new independent director is appointed. The Company shall complete the by-election within sixty days from the date on which the independent director tenders his/her resignation.

Article 14 The Company may elect the independent director(s) from the information database of independent directors of listed companies managed by the China Association for Public Companies.

Chapter IV Roles of Independent Directors and Performance of Duties

Article 15 Independent directors shall fulfil the following duties:

(1) to involve in the decision-making of the board of directors and provide explicit opinions on the matters discussed;

(2) to supervise matters as stated in the relevant regulations that indicate potential material conflict of interest between the Company and its controlling shareholders, de facto controllers, directors and senior management so as to ensure that the decisions of the board of directors are in line with the overall interests of the Company and to protect the legitimate interests of minority shareholders;

(3) to provide professional and objective advice on the Company's operation and development, thereby facilitating improvement in the standard of the decisions of the board of directors;

(4) other duties as stipulated by laws, administrative regulations, regulations of the CSRC, the rules of stock exchanges where securities of the Company are listed, and the Articles of Association.

Article 16 Independent directors shall have the following specific authorities:

(1) to independently engage an intermediary organisation to conduct audits, consultations or verifications on specific matters of the Company;

(2) to make proposals to the board of directors for holding extraordinary general meetings;

(3) to make proposals to the board of directors for holding board meetings;

(4) to collect voting rights from shareholders in a public way in accordance with the laws;

(5) to express independent opinions on matters that may prejudice the interests of the Company or minority shareholders;

(6) other authorities conferred by laws, administrative regulations, regulations of the CSRC, the rules of stock exchanges where securities of the Company are listed, and the Articles of Association.

For performing the duties of items (1) to (3) as provided in the preceding article, independent directors shall obtain the prior consent of more than half of all independent directors. The Company shall make disclosures in due course when independent directors exercise the authority provided in paragraph (1) of this article. In the case of failure to perform the duties and authorities stated above, the Company shall disclose the details and reasons.

Article 17 When expressing independent opinions, independent directors shall ensure that the opinions provided are explicit and clear and shall at least contain the following aspects:

(1) the basic information of the significant matter;

(2) the basis of the opinions provided, including the procedures performed, the documents reviewed, the details of onsite investigations and other information;

(3) the legal compliance of the significant matter;

(4) the impact on the interests of the Company and minority shareholders, the potential risks and the effectiveness of measures the Company have adopted;

(5) the conclusive opinions provided, including the concurring opinion or the reservations, together with the relevant basis, the dissenting opinion and the relevant basis, the disclaimer of opinion and the relevant obstructions.

Independent directors shall sign for the independent opinions expressed and submit such opinions to the board of directors in due course, which shall be disclosed together with the relevant announcements of the Company.

Article 18 Prior to the convening of a board meeting, independent directors may communicate with the secretary of the board of directors to make enquiries, request for supplementary materials, and offer opinions and suggestions on the matters to be considered. The board of directors and other relevant personnel shall seriously study the questions, requests and opinions raised by the independent directors and provide timely feedback to the independent directors on the revision of the motions.

Article 19 Independent directors shall attend board meetings in person. If, for any reason, they are unable to attend the meetings in person, the independent directors shall review the materials of the meetings in advance, form a clear opinion and appoint in writing other independent directors to attend on their behalf.

An independent director who fails to attend two consecutive board meetings in person and does not appoint another independent director to attend on his/her behalf, the board of directors shall propose to convene a general meeting to remove him/her from his/her position as an independent director within thirty days from the date of such fact.

Article 20 Independent directors who vote against or abstain from voting on resolutions of the board of directors shall explain the specific reasons and basis, and the compliance requirements of the laws and regulations of the matters to be considered by the board of directors, potential risks and the impact on the rights and interests of the Company and the minority shareholders, etc. The dissenting opinions of the independent directors shall also be disclosed at the same time when the Company discloses the resolutions of the board of directors, and shall be stated in the resolutions of the board of directors and the minutes of the meeting.

Article 21 The following matters shall be submitted to the board of directors for consideration after being approved by a majority of all independent directors of the Company:

(1) related-party transactions that shall be disclosed;

(2) the proposal for change or waiver of commitments by the Company and related parties;

(3) decisions made and measures taken by the board of directors of the acquired company in response to the acquisition;

(4) other matters as specified by laws, administrative regulations, regulations of the CSRC, the rules of the stock exchanges where securities of the Company are listed, and the Articles of Association.

Independent directors shall continue to pay attention to the implementation of the resolutions of the board of directors in relation to the matters mentioned above and the matters considered by the special committee of the board of directors, and shall report to the board of directors in a timely manner and may require the Company to make written explanations if they find any violation of laws, administrative regulations, regulations of the CSRC, the rules of the stock exchanges where securities of the Company are listed, and the Articles of Association, or violation of the resolutions of the general meeting and the board of directors. If the disclosure is involved, the Company shall disclose it in a timely manner.

If the Company fails to give an explanation or make a timely disclosure in accordance with the provisions mentioned above, the independent directors may report the failure to the CSRC and the Shenzhen Stock Exchange.

Article 22 The Company shall regularly or irregularly convene meetings attended by all independent directors (hereinafter referred to as the "Special Meetings of Independent Directors"). Matters listed in the items (1) to (3) to the paragraph 1 of Article 16 and the paragraph 1 of Article 21 of the Rules shall be considered at the Special Meetings of Independent Directors.

The Special Meetings of Independent Directors may study and discuss other matters of the Company as needed.

The Special Meetings of Independent Directors shall be convened and chaired by an independent director jointly elected by more than half of the independent directors; in the event that the convenor is not performing his/her duties or is unable to perform his/her duties, two or more independent directors may convene their own meeting and elect a representative to chair the meeting.

The Company shall provide convenience and support for the convening of the Special Meetings of Independent Directors.

Article 23 Independent directors shall perform their duties at the special committees under the board of directors of the Company in accordance with laws, administrative regulations, regulations of the CSRC, the rules of the stock exchanges where securities

of the Company are listed, and the Articles of Association. Independent directors shall attend the meetings of special committees in person. If, for any reason, they are unable to attend the meetings in person, the independent directors shall review the materials of the meetings of the special committee in advance, form a clear opinion and appoint in writing other independent directors to attend on their behalf. When an independent director pays attention to major matters of the Company within the scope of the special committee's responsibilities while performing his/her duties, he/she may submit such matters to the special committees for discussion and consideration in a timely manner in accordance with the procedures.

Article 24 The independent directors should spend not less than fifteen days a year on-site at the Company.

In addition to attending general meetings, meetings of the board of directors and its special committees, and the Special Meetings of Independent Directors in accordance with the requirements, the independent directors may perform their duties by various means, such as obtaining information on the Company's operations on a regular basis, receiving reports from management, communicating with the person in charge of the internal audit organisation and intermediaries such as the accounting firm undertaking the Company's auditing business, conducting on-site inspections, and communicating with the minority shareholders.

Article 25 Minutes of meetings of the board of directors of the Company and its special committees and the Special Meetings of Independent Directors shall be prepared in accordance with the requirements, and the opinions of the independent directors shall be set out in the minutes of the meetings. The independent directors shall sign to confirm the minutes of the meetings.

Independent directors shall prepare work records to record in detail the performance of their duties. Information obtained by the independent directors in the course of performing their duties, minutes of relevant meetings, records of communications with staff of the Company and the intermediary, etc. shall form an integral part of the work records. With respect to the important contents of the work records, the independent directors may request the secretary of the board of directors and other relevant personnel to sign to confirm the same, and the Company and the relevant personnel shall cooperate with such request.

Work records of the independent directors and information provided by the Company to independent directors should be kept for at least ten years.

Article 26 The Company shall improve the communication mechanism between the independent directors and the minority shareholders, and the independent directors may

verify the issues raised by the investors with the Company in a timely manner.

Article 27 The independent directors shall submit an annual duty report to the annual general meeting of the Company to explain their fulfilment of duties. The annual duty report shall include the following contents:

(1) the number and manner of attendance in the board meetings and the votes thereof and the number of attendance in general meetings;

(2) participation in the work of the special committees of the board of directors and the Special Meetings of Independent Directors;

(3) deliberations on the matters listed in the paragraph 1 of Article 21 of these rules and the matters examined by the special committees of the board of directors and the exercise of the special powers of the independent directors listed in the paragraph 1 of Article 16 of these rules;

(4) the significant matters, manners and results of communications with the internal audit organisation and the accounting firm undertaking the Company's auditing business in respect of the Company's financial and business conditions;

(5) communications with the minority shareholders;

(6) the time and content of on-site work in the Company;

(7) other circumstances of fulfilment of duties.

The annual duty report of the independent directors shall be disclosed no later than the time when the Company issues the notice of the annual general meeting.

Article 28 Independent directors shall continuously enhance their learning of securities laws and regulations and rules and continuously improve their ability to fulfil their duties.

Chapter V Performance Security for Independent Directors

Article 29 The Company shall provide necessary working conditions and personnel support to the independent directors in the performance of their duties, and designate the board office, the board secretary and other dedicated departments and dedicated personnel to assist independent directors in performing their duties.

The board secretary shall ensure the unimpeded access to information between the independent directors and other directors, senior management and other relevant personnel, and ensure that the independent directors have access to adequate resources and necessary professional advice when performing their duties.

Article 30 The Company shall ensure that the independent directors have equal right to information as the other directors. In order to ensure the effective performance of their

responsibilities by the independent directors, the Company shall regularly inform the independent directors of the Company's operations, provide information, organise or cooperate with the independent directors to carry out site visits and other work.

The Company may organise independent directors to participate in the research and discussion sessions before the board considers major and complicated matters, so as to fully listen to the opinions of the independent directors, and timely feedback to the independent directors on the adoption of opinions.

Article 31 The Company shall give notice of board meeting to independent directors in a timely manner, provide relevant meeting materials no later than the notice period of board meeting stipulated by laws, administrative regulations, provisions of the CSRC, rules of stock exchange(s) in the place(s) where the Company is listed or the Articles of Association, and provide effective communication channels for the independent directors; for the meetings convened by the special committees of the board, the Company shall provide related materials and information no later than three days prior to convening the special committee meeting in principal. The Company shall keep the above-mentioned meeting materials for at least ten years.

If two or more independent directors consider that the meeting materials are incomplete, insufficient or not timely provided, they may submit written proposal to the board to postpone the meeting or the consideration of such matter, and the board shall adopt it.

Article 32 In the exercise of powers by the independent directors, the directors, senior management and other relevant personnel of the Company shall cooperate with them, and shall not reject, hinder or conceal relevant information, or interfere with their exercise of powers independently.

If an independent director encounters obstruction in the exercise of his/her duties and powers in accordance with the laws, he/she may explain the situation to the board, request cooperation from the directors, senior management and other relevant personnel, and record the specific circumstances of the obstruction and the resolution of the situation in his/her work records; if the obstruction cannot be eliminated, he/she may report to the CSRC and the Shenzhen Stock Exchange.

Where the performance of duties by an independent director involves information that should be disclosed, the Company shall process the disclosure in a timely manner; where the Company does not disclose such information, the independent director may directly apply for disclosure, or report to the CSRC and the Shenzhen Stock Exchange.

Article 33 The Company shall bear any necessary expenses incurred by the independent directors in engaging professional institutions and performing other duties and responsibilities.

Article 34 The Company could establish a liability insurance system for independent directors to reduce the risks that may be caused by independent directors in normal performing their duties.

Article 35 The Company shall pay the independent directors subsidies appropriate to their duties and responsibilities. The standards of the said subsidies shall be proposed by the board of directors and approved by the general meeting and shall be disclosed in the annual report of the Company.

Apart from the above mentioned subsidies, the independent directors shall not acquire other interests from the Company and its substantial shareholders, actual controller or interested institutions and officers.

Article 36 An independent director shall promptly report to the Shenzhen Stock Exchange upon the occurrence of one of the following circumstances:

(1) the independent director is dismissed by the Company and the dismissal is, in the opinion of the independent director, groundless;

(2) the independent director resigns due to the existence of circumstances in the Company that the independent director is hindered from exercising his/her authorities by law;

(3) the materials of a board meeting are incomplete or insufficient, and the written request of two or more independent directors for postponing the board meeting or the consideration of relevant matters is not adopted;

(4) the board of directors fails to adopt effective measures after receiving a report that the Company or any of its directors or senior management is suspected to have violated any law or regulation;

(5) other circumstances that constitute a material obstruction against the performance of duties by independent directors.

Chapter VI Supplementary Provisions

Article 37 The “more than” referred to in the rules shall be inclusive of the stated figure; while "exceeding" and "less than" shall be exclusive of the stated figure.

Article 38 The matters not covered in the rules shall be implemented in accordance with the relevant provisions of national laws, regulations, departmental rules, regulatory documents, regulations of the CSRC, rules of the stock exchange(s) on which the Company is listed and the Articles of Association. Should there be any inconsistency between the rules and the relevant provisions of national laws, regulations, departmental rules, regulatory documents, regulations of the CSRC, rules of the stock exchange(s) on which the Company is listed and the Articles of Association, the relevant provisions of

national laws, regulations, departmental rules, regulatory documents, regulations of the CSRC, rules of the stock exchange(s) on which the Company is listed and the Articles of Association shall prevail.

Article 39 The rules shall be formulated and interpreted by the board of directors of the Company.

Article 40 The rules shall come into effect upon consideration and approval by the board of directors of the Company.