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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

**(1) CHANGE IN THE USE OF AND CANCELLATION OF
THE REPURCHASED**

**A SHARES AND REDUCTION OF REGISTERED CAPITAL AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**

**(2) APPLICATION FOR REGISTRATION ISSUANCE OF
DEBT FINANCING INSTRUMENTS OF THE ASSOCIATION OF
FINANCIAL MARKET INSTITUTIONAL INVESTORS;**

(3) BY-ELECTION OF INDEPENDENT DIRECTOR;

AND

(4) BY-ELECTION OF NON-INDEPENDENT DIRECTOR

The Second Extraordinary General Meeting for 2026 will be held at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC at 3:00 p.m. on Wednesday, 23 September 2026. The notice of the Second Extraordinary General Meeting for 2026 dated 4 September 2026 has been published together with the form of proxy. Whether or not you are able to attend the Second 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 Second 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 Second Extraordinary General Meeting for 2026 (or any adjournment thereof) should you so wish.

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DEFINITIONS

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 4 September 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;
“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”	1 September 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;

DEFINITIONS

“RMB”	Renminbi, the lawful currency of the PRC;
“Second Extraordinary General Meeting for 2026”	the second 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 3:00 p.m. on Wednesday, 23 September 2026;
“Shareholder(s)”	the holder(s) of Share(s) of the Company.

LETTER FROM THE BOARD



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. XU Laping (*Vice-chairman*)

Mr. MEI Xianzhi (*Vice-chairman*)

Mr. ZHAO Jintao

Ms. ZHAO Feng

Independent non-executive Directors:

Mr. ZHANG Guanghua

Mr. WONG Kwai Huen, Albert

Ms. XIE Jiawei

***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

4 September 2026

To the Shareholders

Dear Sir or Madam,

PROPOSED

**(1) CHANGE IN THE USE OF AND CANCELLATION OF
THE REPURCHASED**

**A SHARES AND REDUCTION OF REGISTERED CAPITAL AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**

**(2) APPLICATION FOR REGISTRATION ISSUANCE OF
DEBT FINANCING INSTRUMENTS OF THE ASSOCIATION OF
FINANCIAL MARKET INSTITUTIONAL INVESTORS;**

(3) BY-ELECTION OF INDEPENDENT DIRECTOR;

AND

(4) BY-ELECTION OF NON-INDEPENDENT DIRECTOR

LETTER FROM THE BOARD

I. INTRODUCTION

References are made to (1) the announcement of the Company dated 28 August 2026 in relation to the resolution of the thirteenth meeting in 2026 of the eleventh session of the Board; (2) the announcement of the Company dated 28 August 2026 in relation to change in the use of and cancellation of the repurchased A shares and reduction of registered capital and amendments to the Articles of Association; (3) the overseas regulatory announcement of the Company dated 28 August 2026 in relation to the adjustments to the limit of the guarantee plan for 2026; (4) the announcement of the Company dated 28 August 2026 in relation to the application for registration issuance of debt financing instruments of the association of financial market institutional investors; (5) the announcement of the Company dated 28 August 2026 in relation to resignation of a Director and election of vice-chairman and by-election of Directors; and (6) the notice of the Second Extraordinary General Meeting for 2026 of the Company dated 4 September 2026.

The purpose of this Circular is to provide the Shareholders with further details on resolutions on (1) the change in the use of and cancellation of the repurchased A Shares and reduction of registered capital and amendments to the Articles of Association; (2) the application for registration issuance of debt financing instruments of the association of financial market institutional Investors; (3) the by-election of Mr. LIU Xuesheng as an independent non-executive Director of the eleventh session of the Board of the Company; and (4) the by-election of Mr. SUN Huirong as a non-independent Director of the eleventh session of the Board of the Company, so that the Shareholders can make informed decisions regarding their voting on the relevant resolutions to be proposed at the Second Extraordinary General Meeting for 2026.

II. CHANGE IN THE USE OF AND CANCELLATION OF THE REPURCHASED A SHARES AND REDUCTION OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Based on confidence in the Company's future prospects and recognition of its long-term value, on 28 August 2026, the Company held the thirteenth meeting of the eleventh Board in 2026, at which the Proposal on the Change in the Use of and Cancellation of the Repurchased A Shares and Reduction of Registered Capital and Amendments to the Articles of Association was considered and approved, to approve the change in the repurchase use under the Resolution on the Repurchase Plan of a Portion of A Shares of the Company (the "**Repurchase Plan of A Shares in 2023**") approved at the Board meeting held on 16 November 2023 from the original plan "The Share Repurchase is a necessary measure to protect the value of the Company and the interests of its shareholders, and all repurchased shares will be used for sale." to "for cancellation and reduction of registered capital". Upon completion of the cancellation of the repurchased shares, the Company's total share capital will be reduced by 24,645,550 shares accordingly, and the Company's registered capital will be reduced by RMB24,645,550 accordingly. Therefore, the Company also needs to amend the Articles of Association simultaneously. The proposal is still subject to consideration and approval by the general meeting of the Company. Details are announced as follows:

LETTER FROM THE BOARD

(I) STATUS OF THE REPURCHASE PLAN OF A SHARES IN 2023

On 16 November 2023, the Company held the nineteenth meeting of the tenth session of the Board in 2023, at which the Resolution on the Repurchase Plan of a Portion of A Shares of the Company was considered and approved, to approve the Company to repurchase a portion of A Shares of the Company, with a total repurchase amount not exceeding RMB300 million (inclusive) and no less than RMB200 million (inclusive), at a repurchase price not exceeding RMB10.20 per share (inclusive). The share repurchase is a necessary measure to protect the value of the Company and the interests of its shareholders, and all repurchased shares will be used for sale.

As at 31 January 2024, the share repurchase under the Repurchase Plan of A Shares in 2023 had been fully implemented. Under such plan, the Company repurchased an aggregate of 24,645,550 A Shares (the **“Repurchased A Shares in 2023”**) through the special securities account for repurchase by way of centralized bidding trading, representing 0.4570% of the Company’s total share capital. For details, please refer to the announcements disclosed by the Company on the Cninfo website (www.cninfo.com.cn) and the Company’s website (www.cimc.com) (Announcement No.: [CIMC] 2023-092 and [CIMC] 2024-022), as well as the announcements published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) on 16 November 2023 and 6 February 2024.

As at the Latest Practicable Date, all of the aforesaid 24,645,550 Repurchased A Shares in 2023 of the Company are held in the Company’s special securities account for repurchase.

(II) REASONS FOR AND CONTENTS OF THE CHANGE OF USE AND CANCELLATION OF REPURCHASED A SHARES

Pursuant to the Company Law of the People’s Republic of China, the Rules on Repurchase of Shares by Listing Companies, the Self-Regulatory Guidelines No. 9 for Listed Companies on the Shenzhen Stock Exchange – Share Repurchases and other regulations, where shares are repurchased as necessary to maintain the value of the Company and the interests of shareholders, such repurchased shares shall be transferred within three years after the completion of the share repurchase in accordance with the use disclosed in accordance with the law. If they are not transferred in accordance with the disclosed use, they shall be cancelled before the expiry of the three-year period.

The aforesaid period is about to expire. In order to safeguard the interests of investors, enhance their confidence and improve the long-term investment value of the Company, and based on the strong recognition of the future development prospects and the value of the shares of the Company, the Company proposes to change the use of the Repurchased A Shares in 2023 from the original plan that “the share repurchase is a necessary measure to protect the value of the Company and the interests of its shareholders, and all repurchased shares will be used for sale.” to “the repurchased shares will be used for cancellation and reduction of registered capital”, i.e., to cancel 24,645,550 Repurchased A Shares in 2023 and to reduce the registered capital of the Company accordingly.

LETTER FROM THE BOARD

(III) CHANGES IN THE SHARE CAPITAL OF THE COMPANY AFTER THE CANCELLATION OF THE REPURCHASED SHARES

As at the Latest Practicable Date, the total share capital of the Company was 5,392,520,385 shares. Upon completion of the cancellation of the repurchased shares, the total share capital of the Company will be reduced by 24,645,550 shares accordingly, and the registered capital of the Company will be reduced by RMB24,645,550 accordingly. The share capital structure of the Company will change as follows:

Class of shares	Before the cancellation		The shares to be cancelled	After the cancellation	
	Number (shares)	Percentage	Number (shares)	Number (shares)	Percentage
A Shares	2,302,682,490	42.70%	24,645,550	2,278,036,940	42.44%
– Shares subject to selling restrictions	1,275,349	0.02%	–	1,275,349	0.02%
– Shares without selling restrictions	2,301,407,141	42.68%	24,645,550	2,276,761,591	42.42%
Including: dedicated securities account for share repurchase	85,063,240 (Note)	1.58%	24,645,550	60,417,690	1.13%
H Shares	3,089,837,895	57.30%	–	3,089,837,895	57.56%
Including: treasury H Shares	79,981,400	1.48%	–	79,981,400	1.49%
Total number of shares	5,392,520,385	100%	24,645,550	5,367,874,835	100%

Note: As at the Latest Practicable Date, out of the A Shares without selling restrictions, a total of 85,063,240 A shares were held by the Company as treasury shares in the A share special securities account for repurchase, comprising the 24,645,550 Repurchased A Shares in 2023 and the 60,417,690 A Shares repurchased in 2025. Details of the A Shares repurchased in 2025 are as follows:

During the period from 9 October 2025 to 28 November 2025, the Company repurchased a total of 60,417,690 A Shares by way of centralized bidding trading through its A share special securities account for repurchase. All the repurchased shares are currently deposited into the A share special securities account for repurchase of the Company. For details, please refer to the announcements published by the Company on the Cninfo website (www.cninfo.com.cn) and the Company's website (www.cimc.com) (Announcement No.: [CIMC]2025-089 and [CIMC]2025-107) and the HKExnews website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) on 29 September 2025 and 1 December 2025.

LETTER FROM THE BOARD

(IV) SPECIFICS OF THE REDUCTION OF THE COMPANY'S REGISTERED CAPITAL AND CORRESPONDING AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Upon completion of the cancellation of the repurchased A Shares, the total share capital of the Company will be reduced by 24,645,550 A Shares, and the registered capital of the Company will be reduced by RMB24,645,550 accordingly. The Company will amend the relevant provisions of the Articles of Association in accordance with the relevant provisions of the Guidelines for Articles of Association of Listed Companies, 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 other relevant laws, regulations and regulatory documents. The specific amendments are as follows:

Before the Amendments to the Articles of Association	After the Amendments to the Articles of Association
Article 6 The registered capital of the Company is RMB <u>5,392,520,385</u> .	Article 6 The registered capital of the Company is RMB <u>5,367,874,835</u> .
Article 21 <u>Since 18 August 2022</u> , the number of issued shares of the Company has been <u>5,392,520,385</u> shares, under the shareholding structure of the Company, there are <u>5,392,520,385</u> ordinary shares, including <u>2,302,682,490</u> domestic-listed domestic-invested shares and 3,089,837,895 overseas-listed foreign-invested shares (H Shares), representing <u>42.70%</u> and <u>57.30%</u> of the total number of issued ordinary shares of the Company respectively.	Article 21The number of issued shares of the Company has been <u>5,367,874,835</u> shares, under the shareholding structure of the Company, there are <u>5,367,874,835</u> ordinary shares, including <u>2,278,036,940</u> domestic-listed domestic-invested shares and 3,089,837,895 overseas-listed foreign-invested shares (H Shares), representing <u>42.44%</u> and <u>57.56%</u> of the total number of issued ordinary shares of the Company respectively.

Save for the above, the other provisions of the Articles of Association remain unchanged.

(V) IMPACT OF THE CHANGE IN THE USE OF THE REPURCHASED A SHARES IN 2023 ON THE COMPANY

The change in the use of and cancellation of the Repurchased A Shares in 2023 complies with the relevant laws, administrative regulations, departmental rules, regulatory documents and the Articles of Association. It is conducive to safeguarding the interests of investors and enhancing investor confidence. It will not have any material impact on the Company's debt repayment ability, ability to continue as a going concern, financial position and shareholders' equity, nor will it result in the Company's shareholding distribution failing to meet the listing conditions or affect the Company's listing status.

The above-mentioned resolution on the change in the use of and cancellation of a portion of the Repurchased A Shares, the reduction of registered capital and the amendments to the Articles of Association will be proposed as a special resolution at the Second Extraordinary General Meeting for 2026 for the Shareholders' consideration and approval.

LETTER FROM THE BOARD

III. APPLICATION FOR REGISTRATION ISSUANCE OF DEBT FINANCING INSTRUMENTS OF THE ASSOCIATION OF FINANCIAL MARKET INSTITUTIONAL INVESTORS

The Company successfully registered multi-type debt financing instruments (the “**DFI**”) on 10 April 2025, with the registered amount of RMB15 billion and a validity period of two years expiring on 10 April 2027. In view of the time required for the DFI registration application and the review process of the National Association of Financial Market Institutional Investors (the “**Association**”), and to allow sufficient preparation time to ensure a seamless transition between the existing and new approvals, avoid the risk associated with disruptions in direct market financing, meet the Company’s production and operational capital needs, and support the Company’s sound development, the Company intends to re-apply to the Association for the unified registration and the issuance of multi-type DFI with an aggregate amount not exceeding RMB15 billion. Following receipt of the Notice of Registration Acceptance from the Association, the Company will issue such instruments in the interbank bond market in tranches at appropriate times (the “**DFI Registration Issuance**”), the specific contents of which are as follows:

(I) DFI REGISTRATION ISSUANCE PLAN

1. Types of Registration and Issuance: The Company proposes to apply for the unified registration and issuance of multi-type DFI, including super & short-term commercial papers, short-term commercial papers, medium-term notes, perpetual notes, asset-backed notes, green DFI and private placement notes, etc. in accordance with the pertinent provisions of the Association. The Company plans to complete the unified registration first, and will then commence issuance in tranches at appropriate times and flexibly determine the specific types, sizes, terms and other core factors of respective issuance upon taking into account its capital needs and market interest rate trends.
2. Registration amount and issuance size: A unified registration model is adopted, and no specific quota is required to during the registration. The aggregate issuance size of all types of the DFI under the registration shall not exceed RMB15 billion, which is subject to the limit as stated in the Notice of Registration Acceptance issued by the Association.
3. Issuance costs: Leveraging the Company’s AAA credit rating, the final issuance interest rate will be determined with reference to the market interest rate at the time of the proposed issuance, the capital needs of the Company and the pricing inquiries with the underwriter.

LETTER FROM THE BOARD

4. Issuance method: Public or private issuance in the inter-bank bond market is proposed to be conducted through centralized book building and centralized placing.
5. Use of proceeds: Proposed to be used for repaying bank loans, bonds, supplementing liquidity, and satisfying other compliant funding needs.
6. Term of validity of the resolution: The resolution for the DFI Registration Issuance shall take effect from the date of approval by the general meeting until the date of expiry of the validity period of the Notice of Registration Acceptance for the DFI.

(II) AUTHORIZATION MATTERS OF THE DFI REGISTRATION ISSUANCE

A resolution will be proposed at the general meeting by the Board of the Company to authorize the Board to delegate Mr. MAI Boliang, Chairman of the Board, or his authorized representative, to have full discretion to handle all matters relating to the DFI Registration Issuance within the authorized scope, including formulating and adjusting the issuance plan, engaging intermediary institutions, handling regulatory approvals, executing legal documents, performing disclosure obligations and other necessary matters, and to adjust the issuance plan in response to market and regulatory changes within the authorized scope (except for matters requiring additional voting at the general meeting) and to carry out other related supporting work. The authorization shall remain valid from the date on which the resolution is considered and approved at the general meeting until the expiry of the validity period of the DFI registration notice.

(III) APPROVAL PROCEDURES FOR THE DFI REGISTRATION ISSUANCE

The DFI Registration Issuance has been considered and passed at the 13th meeting in 2026 of the eleventh session of the Board held on 28 August 2026, pending submission to the general meeting of the Company for consideration and approval. It is subject to the acceptance of registration by the Association. The final plan is subject to the Notice of Registration Acceptance of the Association.

There is uncertainty as to whether the DFI Registration Issuance will be approved. Following the registration of the DFI, the new registered amount will not overlap with the original registered amount. Upon the effectiveness of the new registration, the Company will only issue instruments under the new amount. The Company will fulfill its information disclosure obligation in a timely manner in compliance with the requirements under the relevant laws and regulations. Investors are advised to pay attention to the investment risks.

The above-mentioned resolution on the application for registration issuance of debt financing instruments of the association of financial market institutional investors will be proposed as an ordinary resolution at the Second Extraordinary General Meeting for 2026 for the Shareholders' consideration and approval.

LETTER FROM THE BOARD

IV. BY-ELECTION OF INDEPENDENT DIRECTOR

Reference is made to the announcement regarding the resignation of an independent Director disclosed by the Company on 28 July 2026, in which Ms. XIE Jiawei resigned from all positions including independent Director of the eleventh session of the Board of the Company by reason of her personal work adjustment.

On 28 August 2026, the Company convened the thirteenth meeting in 2026 of the eleventh session of the Board, and as considered and approved by the Nomination Committee of the Board of the Company, the Board approved the by-election of Mr. LIU Xuesheng as a candidate for independent non-executive Director of the eleventh session of the Board, with his term of office commencing on the date of consideration and approval by the shareholders' general meeting and expiring upon the expiry of the term of the eleventh session of the Board.

The biographical details of Mr. LIU Xuesheng disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules are set out below:

Mr. LIU Xuesheng, born in 1963, holds a Master's degree in Accounting from Shanghai University of Finance and Economics and is a Chinese Certified Public Accountant (CICPA). Mr. LIU Xuesheng currently serves as the vice president of the Shenzhen Accounting Association, an off-campus postgraduate supervisor at Shenzhen University and Jiangxi University of Finance and Economics, a council member of the Shenzhen Academy of Metrology and Quality Inspection, and a senior advisor to Pengsheng Certified Public Accountants (Special General Partnership). He currently serves as an independent director of Kaisa Group Holdings Ltd. (01638. HK), Aoshikang Technology Co., Ltd. (002913. SZ), Shenzhen JPT Opto-Electronics Co., Ltd. (688025.SH), Ping An Fund Management Company Limited, and Shenzhen Xinghe Environmental Technology Co., Ltd. Mr. LIU Xuesheng served as a member of the Fifth Shenzhen Municipal Committee of the Chinese People's Political Consultative Conference (CPPCC) and is a founding senior member of the Chinese Institute of Certified Public Accountants (CICPA). He previously worked at Shenzhen Overseas Chinese Town Group Company, where he held various positions including accountant in the finance department, section chief, business manager, deputy general manager of a subsidiary, and chief accountant. He also worked at the Shenzhen Institute of Certified Public Accountants, where he successively served as assistant to the secretary-general, deputy secretary-general, and secretary-general.

As of the Latest Practicable Date, Mr. LIU Xuesheng 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, he did not hold any directorships in any other listed companies in the past three years and does not hold any other position with subsidiaries of the Group. He does not have any relationship with any Shareholder holding more than 5% of the shares of the Company, actual controllers, other Directors or senior management of the Company. He has never been subject to any punishment by the CSRC and other relevant authorities or any disciplinary sanction or investigation by any stock exchange; he 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; he is not subject to any conditions under which the undertaking of independent directorship at 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; he is not a dishonest person subject to enforcement; his 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.

LETTER FROM THE BOARD

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 Mr. LIU Xuesheng that need to be brought to the attention of the Shareholders of the Company.

The by-election of Mr. LIU Xuesheng 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 Mr. LIU Xuesheng. His annual allowance as an independent non-executive Director amounts to RMB300,000, which is determined by the Board with reference to his 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 by-election of independent Director will be proposed as an ordinary resolution at the Second Extraordinary General Meeting for 2026 for the Shareholders' consideration and approval.

V. BY-ELECTION OF NON-INDEPENDENT DIRECTOR

On 28 August 2026, the Company convened the thirteenth meeting in 2026 of the eleventh session of the Board, and as considered and approved by the Nomination Committee of the Board of the Company, the Board approved the by-election of Mr. SUN Huirong as a candidate for non-independent Director of the eleventh session of the Board, with his term of office commencing on the date of consideration and approval by the shareholders' general meeting and expiring upon the expiry of the term of the eleventh session of the Board.

The biographical details of Mr. SUN Huirong disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules are set out below:

Mr. SUN Huirong, born in 1983, a member of the Communist Party of China, graduated from the School of Economics of Fudan University with a major in finance. He holds a postgraduate diploma and a master's degree in economics. He is an engineer. He is currently the director and the general manager of China Resources SZITIC investment Co., Ltd. He was the deputy director of the strategic research & mergers and acquisitions department, the deputy director of the asset management department, the director of the asset management department, the director of the audit department and the director of the finance management department of Shenzhen Capital Holdings Co., Ltd. He also was a director of Shenzhen Zhenye (Group) Co., Ltd. (000006.SZ), Shenzhen MTC Co., Ltd. (002429.SZ), Shenzhen Nanshan Power Co., Ltd. (000037.SZ), Shenzhen Institute of Building Research Co., Ltd. (300675.SZ), Shenzhen Tagen Group Co., Ltd. (000090.SZ) and Shenzhen Clou Electronics Co., Ltd. (002121.SZ). From November 2022 to 15 May 2025, Mr. SUN Huirong served as a non-executive Director of the Company and held relevant positions on special committees of the Board.

LETTER FROM THE BOARD

As of the Latest Practicable Date, Mr. SUN Huirong 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, he did not hold any directorships in any other listed companies in the past three years and does not hold any other position with subsidiaries of the Group. He does not have any other relationship with any Shareholder holding more than 5% of the shares of the Company, actual controllers, other Directors or senior management of the Company. He has never been subject to any punishment by the CSRC and other relevant authorities or any disciplinary sanction or investigation by any stock exchange; he 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; he is not subject to any conditions under which the undertaking of directorship at 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; he is not a dishonest person subject to enforcement; his 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 Mr. SUN Huirong that need to be brought to the attention of the Shareholders of the Company.

The by-election of Mr. SUN Huirong will take effect from the date of approval of the resolution on the proposed by-election of Director by the Shareholders at the general meeting. Subject to approval at the general meeting, the Company will enter into a service contract with Mr. SUN Huirong. Mr. Sun Huirong will not receive any remuneration for being a non-executive Director from the Company.

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

VI. SECOND EXTRAORDINARY GENERAL MEETING FOR 2026

The Second Extraordinary General Meeting for 2026 will be held at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC at 3:00 p.m. on Wednesday, 23 September 2026 to consider, and if thought fit, pass the resolution regarding the matter set out in the notice of the Second 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 Second Extraordinary General Meeting for 2026.

LETTER FROM THE BOARD

A form of proxy for use at the Second Extraordinary General Meeting for 2026 and the notice of the Second Extraordinary General Meeting for 2026 have been published on 4 September 2026. Whether or not the Shareholders intend to be present at the Second 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 Second 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 Second 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 Second Extraordinary General Meeting for 2026 will be voted on by the Shareholders by way of poll.

VII. RECOMMENDATIONS

The Directors (including the independent non-executive Directors) consider that all the resolutions to be proposed at the Second Extraordinary General Meeting for 2026 are 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 resolutions to be proposed at the forthcoming Second Extraordinary General Meeting for 2026.

VIII. 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