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# 秦皇岛港股份有限公司

## QINHUANGDAO PORT CO., LTD.\*

*(a joint stock limited liability company incorporated in the People's Republic of China)*  
(Stock Code: 03369)

### INSIDE INFORMATION EQUITY ACQUISITION INTENT AGREEMENT AND SUSPENSION OF TRADING IN THE A SHARES

This announcement is made by Qinhuangdao Port Co., Ltd.\* (秦皇島港股份有限公司) (the “**Company**”, together with its subsidiaries collectively, the “**Group**”) pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 20 October 2026, the Company entered into an equity acquisition intent agreement (the “**Intent Agreement**”) with Hebei Port Group Co., Ltd.\* (河北港口集團有限公司) (“**HPG**”), which may involve issuance of consideration A shares and cash payment by the Company to acquire (the “**Proposed Acquisition**”) 25% equity interests of Tangshan Caofeidian Shiye Port Co., Ltd. (唐山曹妃甸實業港務有限公司) (“**Caofeidian Shiye**”), 24% equity interests of SDIC Caofeidian Port Co., Ltd. (國投曹妃甸港口有限公司) (“**SDIC Caofeidian**”), 28.2328% equity interests of Huaneng Caofeidian Port Co., Ltd. (華能曹妃甸港口有限公司) (“**Huaneng Caofeidian**”), and 6% equity interests of Tangshan Caofeidian Coal Port Co., Ltd. (唐山曹妃甸煤炭港務有限公司) (“**Caofeidian Coal**”). The Consideration shall be determined through negotiation between the parties, based on the valuation results set forth in a valuation report to be prepared by an asset valuation firm that complies with the Securities Law of the People's Republic of China and duly filed with the competent authority. The specific terms of the Proposed Acquisition shall be stipulated in a separate, formal agreement to be executed by the parties.

### INFORMATION ON THE PARTIES

The Group provides highly integrated and comprehensive port services including stevedoring, stacking, warehousing, transportation and logistics services. The Group handles various types of cargoes mainly including coal, metal ores, oil and liquefied chemicals, containers and general cargoes.

HPG is a limited liability company incorporated under the laws of the PRC on 28 August 2022. It is a state-owned enterprise under the jurisdiction of Hebei Province, and is principally engaged in the port operation, modern logistics, investment operation and industrial park economy. HPG is the controlling shareholder of the Company and directly holds 58.27% equity interest of the Company as at the date of this announcement.

## **INFORMATION ON THE TARGET COMPANIES OF THE PROPOSED ACQUISITION**

Caofeidian Shiye is a company established in the PRC with limited liability on 4 September 2002, and is principally engaged in operation of port and other businesses. As at the date of this announcement, Caofeidian Shiye is owned as to approximately 35% by the Company, 30% by Shougang Group Co., Ltd. (首鋼集團有限公司), 25% by HPG and 10% by Tangshan Port Group Co., Ltd. (唐山港集團股份有限公司).

SDIC Caofeidian is a company established in the PRC with limited liability on 1 June 2005, and is principally engaged in operation of port and other businesses. As at the date of this announcement, SDIC Caofeidian is owned as to approximately 51% by SDIC Communication Holdings Co., Ltd. (國投交通控股有限公司), 24% by HPG, 15% by the Company and 10% by Shenzhen Zhujiang Port Development Co., Ltd. (深圳珠江港口發展有限公司).

Huaneng Caofeidian is a company established in the PRC with limited liability on 16 January 2012, and is principally engaged in operation of port and other businesses. As at the date of this announcement, Huaneng Caofeidian is owned as to approximately 51% by China Huaneng Group Co., Ltd. (中國華能集團有限公司), 28.2328% by HPG, 19.7672% by Caofeidian Port Group Co., Ltd. (曹妃甸港集團股份有限公司) and 1% by SDIC Communication Holdings Co., Ltd. (國投交通控股有限公司).

Caofeidian Coal is a company established in the PRC with limited liability on 29 October 2009, and is principally engaged in operation of port and other services. As at the date of this announcement, Caofeidian Coal is owned as to approximately 51% by the Company, 21% by Caofeidian Port Group Co., Ltd. (曹妃甸港集團股份有限公司), 7% by Huaneng Caofeidian, 6% by HPG, 5% by China Coal Sales and Transportation Co., Ltd. (中國煤炭銷售運輸有限責任公司), 5% by Jinneng Holding Coal Industry Group Co., Ltd. (晉能控股煤業集團有限公司), 4% by Inner Mongolia Yitai Coal Co., Ltd. (內蒙古伊泰煤炭股份有限公司) and 1% by SDIC Communication Holdings Co., Ltd. (國投交通控股有限公司).

## GENERAL INFORMATION

The Proposed Acquisition involves the issuance of A Shares by the Company together with cash payment to purchase assets, while simultaneously raising supporting funds through the issuance of A Shares. The Proposed Acquisition is still at a preliminary planning stage and remains uncertain. The specific transaction method and plan will be subject to information disclosed in subsequent announcements. The Intent Agreement may or may not lead to the execution of any final agreement in respect of the Proposed Acquisition. If implemented, the Proposed Acquisition may constitute a major transaction and a connected transaction of the Company under the Hong Kong Listing Rules, but is expected not to constitute a material asset restructuring under the Measures for the Administration of Material Asset Restructuring of Listed Companies\* (《上市公司重大資產重組管理辦法》) of the China Securities Regulatory Commission. The Company will make further announcements in due course and will comply with all applicable requirements under the Hong Kong Listing Rules and the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (the “SSE”).

## SUSPENSION OF TRADING IN A SHARES

Given that the Proposed Acquisition is at the planning stage and remains uncertain and in order to ensure fair disclosure of information, safeguard interests of the investors and avoid material impact on the stock price of the A Shares, pursuant to the relevant rules of the SSE and upon the Company’s application, trading in the Company’s A Shares listed on the SSE (stock code: 601326) will be suspended with effect from the opening of the morning trading session on Wednesday, 21 October 2026 for a period that is expected to be no more than 10 SSE trading days. During the suspension of trading in the Company’s A Shares, trading in the Company’s H shares listed on the Stock Exchange will continue. The Company will make further announcement(s) and apply for resumption of trading in A Shares as and when appropriate.

**As the Proposed Acquisition is subject to the possibility of any final agreement being entered into, and may or may not proceed, shareholders of the Company and potential investors are therefore advised to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Qinhuangdao Port Co., Ltd.\***  
**ZHANG Zhihui**  
Chairman

Qinhuangdao, Hebei Province, the People’s Republic of China  
20 October 2026

*As at the date of this announcement, the executive Directors of the Company are Mr. ZHANG Zhihui, Mr. NIE Yuzhong, Mr. DING Xiaoping and Mr. GAO Feng; the non-executive Directors are Mr. LIU Simang, Ms. XIAO Xiang and Mr. LIU Wenpeng; the independent non-executive Directors are Mr. ZHAO Jinguang, Ms. ZHU Qingxiang, Mr. LIU Li and Mr. ZHOU Qing; and the employee representative Director is Mr. LI Yufeng.*

\* For identification purpose only