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**秦 皇 島 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: 3369)**

**NOTICE OF H SHAREHOLDERS' CLASS MEETING**

NOTICE IS HEREBY GIVEN THAT the class meeting for holders of H shares (**"H Share(s)"**) (**"H Shareholders' Class Meeting"**) of Qinhuangdao Port Co., Ltd.\* (the **"Company"**) will be held at 11:30 a.m. on Friday, 25 June 2021 at Qinhuangdao Sea View Kaiyuan Hotel, 25 Donggang Road, Haigang District, Qinhuangdao, Hebei Province, the People's Republic of China (the **"PRC"**) for the purpose of considering and if thought fit, passing the following resolutions:

**SPECIAL RESOLUTIONS**

1. The resolution regarding amendments to the Articles of Association of Qinhuangdao Port Co., Ltd.;
2. The resolution regarding amendments to the Rules of Procedure of the General Meeting of Qinhuangdao Port Co., Ltd.

By order of the Board  
**Qinhuangdao Port Co., Ltd.\***  
**CAO Ziyu**  
*Chairman*

The People's Republic of China, 28 April 2021

\* *For identification purpose only*

*Notes:*

1. In order to determine the Shareholders of H Shares who will be entitled to attend and vote at the H Shareholders' Class Meeting, the register of members of the Company will be closed from Wednesday, 26 May 2021 to Friday, 25 June 2021 (both days inclusive), during which period no transfer of shares of the Company can be registered. In order to qualify to attend and vote at the H Shareholders' Class Meeting, all transfer documents accompanied by the relevant share certificates must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:30 p.m. on Tuesday, 25 May 2021.
2. Any Shareholders entitled to attend and vote at the H Shareholders' Class Meeting can appoint one or more proxies to attend and, on a poll, vote on his/her behalf. A proxy need not be a Shareholder.
3. In order to be valid, the form of proxy must be deposited by hand or post to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the H Shareholders' Class Meeting or any adjourned meetings or not less than 24 hours before the time appointed for taking the poll. If the form of proxy is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the form of proxy. Completion and delivery of the proxy form will not preclude shareholders from attending and voting in person at the H Shareholders' Class Meeting or any adjourned meetings should they so wish.
4. If a proxy attends the H Shareholders' Class Meeting on behalf of a Shareholder, he/she should produce his/her identification document and the power of attorney or other documents signed by the appointer or his/her legal representative, which specifies the date of its issuance. If a representative of a corporate Shareholder attends the H Shareholders' Class Meeting, such representative shall produce his/her identification document and the notarized copy of the resolution passed by the board of directors or other authority or other notarized copy of any authorization documents issued by such corporate Shareholder.
5. Shareholders who intend to attend the H Shareholders' Class Meeting (in person or by proxy) should complete the reply slip and deliver it by hand or by post to the share registrar for H Shares of the Company no later than 4:30 p.m. on Friday, 4 June 2021.
6. The H Shareholders' Class Meeting is expected to last for around 30 minutes. Shareholders who attend the H Shareholders' Class Meeting (in person or by proxy) shall bear their own travelling and accommodation expenses.
7. The contact of the Company:  
  
Address: 35 Haibin Road, Qinhuangdao, Hebei Province, PRC  
Postal Code: 066000  
Fax: 0335-3093599
8. All votes of resolutions at the H Shareholders' Class Meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") and the results of the poll will be published on the websites of the Stock Exchange of Hong Kong ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.portqhd.com](http://www.portqhd.com)) in accordance with the Listing Rules.

*As at the date of this notice, the executive Directors of the Company are CAO Ziyu, YANG Wensheng and MA Xiping; the non-executive Directors of the Company are LIU Guanghai, LI Jianping and XIAO Xiang; and the independent non-executive Directors of the Company are ZANG Xiuqing, HOU Shujun, CHEN Ruihua and XIAO Zuhe.*