

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



廈門國際港務股份有限公司
XIAMEN INTERNATIONAL PORT CO., LTD*

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

(Stock Code: 3378)

**NOTICE OF THE
SECOND EXTRAORDINARY GENERAL MEETING IN 2021**

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting in 2021 (the “**EGM**”) of Xiamen International Port Co., Ltd (the “**Company**”) will be held at 9:00 a.m. on Friday, 31 December 2021 at 23rd Floor, Conference Room, No. 31 Donggang North Road, Xiamen, the People's Republic of China (“**PRC**”) for the purposes of considering and, if thought fit, passing the following resolutions. Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company in relation to the EGM dated 14 December 2021.

ORDINARY RESOLUTIONS

To consider and approve:

1. “**THAT** (a) the 2021 Master Lease Agreement dated 16 November 2021 entered into between the Company and Xiamen Port Holding Group Co., Ltd. (copy of which is tabled at the meeting and marked “A” and initialled by the Chairman of the meeting for identification purpose); (b) the proposed Annual Caps for the three years ending 31 December 2024; and (c) the continuing connected transactions contemplated thereunder, be and are hereby approved, ratified and confirmed.”; and

* For identification purpose only

2. “**THAT** (a)(i) the 2021 Master Property Services Agreement dated 16 November 2021 entered into between the Company and Xiamen Port Holding Group Co., Ltd.; (a)(ii) the 2021 Master Project Management Agreement dated 16 November 2021 entered into between the Company and Xiamen Port Construction Group Co., Ltd.; (a)(iii) the 2021 Master Engineering Agreement dated 16 November 2021 entered into between the Company and Xiamen Port Holding Group Co., Ltd.; (a)(iv) the 2021 Master Labour Services Agreement dated 16 November 2021 entered into between the Company and Xiamen Port Holding Group Co., Ltd. (copies of which are tabled at the meeting and marked “B” and initialled by the Chairman of the meeting for identification purpose); (b) the aggregate proposed Annual Caps for the three years ending 31 December 2024; and (c) the continuing connected transactions contemplated thereunder, be and are hereby approved, ratified and confirmed.”

By order of the Board
Xiamen International Port Co., Ltd
Cai Changzhen
Company Secretary

Xiamen, the PRC, 14 December 2021

As at the date hereof, the executive directors of the Company are Mr. Cai Liqun, Mr. Chen Zhaohui, Mr. Lin Fuguang and Mr. Chen Zhen; the non-executive directors of the Company are Mr. Chen Zhiping, Mr. Fu Chengjing, Mr. Huang Zirong and Ms. Bai Xueqing; and the independent non-executive directors of the Company are Mr. Liu Feng, Mr. Lin Pengjiu, Mr. Jin Tao and Mr. Ji Wenyuan.

1. Pursuant to Rule 13.39 of the Listing Rules, all votes of the Shareholders at a general meeting must be taken by poll except where the chairman of the meeting may, in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands. Accordingly, the chairman of the meeting will demand a poll for each of the resolutions proposed at the EGM pursuant to the articles of association of the Company.
2. Shareholders are advised that the registers of members of the Company will be closed from Wednesday, 29 December 2021 to Friday, 31 December 2021 (both days inclusive). Shareholders whose names appear on the register of members of the Company on Wednesday, 29 December 2021 are entitled to attend the EGM. Holders of H Shares who wish to attend the EGM are required to lodge all transfer documents together with the relevant share certificates at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Tuesday, 28 December 2021.
3. A Shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in his stead. A proxy needs not be a Shareholder.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
5. The proxy form together with the power of attorney or other authorisation document (if any) must be deposited at the Secretariat of the Board of the Company for holders of Domestic Shares and at the H Share registrar of the Company for holders of H Shares not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at the meeting if he/she so wishes. The name and address of the H Share registrar of the Company are set out in note 2 above.
6. The EGM is expected to last half a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the meeting shall produce their identity documents.