

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)

**POLL RESULTS OF THE AGM
HELD ON 10 JUNE 2022 AND PAYMENT OF 2021 FINAL DIVIDEND**

The Board is pleased to announce that all the resolutions as set out in the notice of AGM were duly passed at the AGM held on 10 June 2022.

The Company will distribute a final dividend of RMB2.1 cents per Share (tax inclusive) for the year ended 31 December 2021 to all Shareholders whose names appeared on the Registers of Members of the Company on 22 June 2022 and the amount of final dividend payable per H Share will be HK\$0.0246 (tax inclusive).

Reference is made to the circular (the “**Circular**”) and the notice of AGM of Xiamen International Port Co., Ltd (the “**Company**”) dated 22 April 2022. Terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

Poll Results of the AGM

The 2021 AGM was held at 9:00 a.m. on Friday, 10 June 2022 at 23rd Floor, Conference Room, No. 31 Donggang North Road, Xiamen, the PRC. The AGM was conducted by way of poll on all the proposed resolutions.

The total number of issued Shares of the Company entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM was 2,726,200,000 Shares as at the date of the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. In addition, none of the Shareholders entitled to attend the AGM was required to abstain from voting in favour of the resolutions proposed at the AGM, and no Shareholder was required to abstain from voting on the resolutions proposed at the AGM. The Shareholders and authorised proxies holding an aggregate of 1,769,346,892 Shares with voting rights were present at the AGM, representing 64.90% of the total Shares with voting rights of the Company.

The AGM was duly convened in compliance with the requirements of the Company Law of the PRC and the provisions of the Articles of Association. The AGM was chaired by Mr. Cai Liquan, Chairman of the Company.

The poll results in respect of the resolutions proposed at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%)		Total Number of Votes Cast
		For	Against	
1	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2021.	1,768,328,892 (99.942%)	1,018,000 (0.058%)	1,769,346,892
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2021.	1,768,328,892 (99.942%)	1,018,000 (0.058%)	1,769,346,892
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3	To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2021.	1,768,328,892 (99.942%)	1,018,000 (0.058%)	1,769,346,892
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
4	To consider and approve the profit distribution plan of the Company and the declaration of a final dividend of RMB2.1 cents per share (tax inclusive) for the year ended 31 December 2021.	1,769,346,892 (100%)	0 (0%)	1,769,346,892
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5	To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the PRC auditors and PricewaterhouseCoopers as the international auditors of the Company to hold office until the conclusion of the next annual general meeting, and to authorise the Board to fix their remunerations.	1,768,538,000 (99.954%)	808,892 (0.046%)	1,769,346,892
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

6	To consider and approve the remunerations of the directors and supervisors of the Company for the year ended 31 December 2021.	1,769,346,892 (100%)	0 (0%)	1,769,346,892
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
Special Resolutions		Number of Votes (%)		Total Number of Votes Cast
		For	Against	
7	(A) To consider and approve the application by the Company to CSRC for the registration of the issue of corporate bonds, and the issue of the corporate bonds in the PRC within the effective period as approved and confirmed by the CSRC; and (B) to authorise the Board or any person(s) authorised by the Board to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in item 7 of the notice of the AGM.	1,741,626,000 (98.433%)	27,720,892 (1.567%)	1,769,346,892
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
8	(A) To consider and approve the application by the Company to the CSRC for the registration of the issue of renewable corporate bonds, and the issue of the renewable corporate bonds in the PRC within the effective period as approved and confirmed by the CSRC; and (B) to authorise the Board or any person(s) authorised by the Board to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in item 8 of the notice of the AGM.	1,769,320,892 (99.999%)	26,000 (0.001%)	1,769,346,892
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

9	(A) To consider and approve the application by the Company to the NAFMII for the registration of the issue of medium-term notes in the PRC within two years from the completion of the registration at NAFMII; and (B) to authorise any one or more of the directors of the Company to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in item 9 of the notice of the AGM.	1,769,320,892 (99.999%)	26,000 (0.001%)	1,769,346,892
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
10	(A) To consider and approve the application by the Company to the NAFMII for the registration of the issue of asset-backed notes in the PRC within two years from the completion of the registration at the NAFMII; and (B) to authorise any one or more of the directors of the Company to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in item 10 of the notice of the AGM.	1,769,320,892 (99.999%)	26,000 (0.001%)	1,769,346,892
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
11	(A) To consider and approve the application by the Company to the NAFMII for the registration of the issue of super short-term notes in the PRC within two years from the completion of the registration at the NAFMII; and (B) to authorise any one or more of the directors of the Company to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in item 11 of the notice of the AGM.	1,769,320,892 (99.999%)	26,000 (0.001%)	1,769,346,892
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

Save as the above resolutions Nos. 1 to 11, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the voting Shares of the Company.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM.

Information on Payment of the 2021 Final Dividend

The Board hereby informs the Shareholders that the details for the distribution of final dividend are as follows:

The Company will pay a final dividend of RMB2.1 cents per Share (tax inclusive) for the year ended 31 December 2021 to all Shareholders whose names appeared on the Registers of Members of the Company on 22 June 2022 (the "**Record Date**"). According to the Articles of Association, dividends are denominated and declared in RMB. Dividends payable to holders of Domestic Shares will be paid in RMB, while dividends payable to holders of H Shares will be paid in Hong Kong dollars. The applicable exchange rate will be the average closing exchange rates for the relevant foreign currency announced by The People's Bank of China for the week immediately before the date of the AGM at which dividends were declared (i.e. RMB1 to HK\$1.1735) and the amount of final dividend payable per H Share will be HK\$0.0246 (tax inclusive) accordingly.

As stated in the notice of the AGM of the Company dated 22 April 2022, the Register of Members of H Shares of the Company will be closed from Friday, 17 June 2022 to Wednesday, 22 June 2022 (both days inclusive) for the purpose of ascertaining the Company's Shareholders' entitlement to the final dividend. In order to be qualified for the final dividend, all transfer documents, accompanied by the relevant share certificates, must be lodged at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Thursday, 16 June 2022.

Reference is made to the "Announcement regarding the Withholding of Corporate Income Tax for Non-resident Enterprises Shareholders in respect of the Proposed 2008 Final Dividend" of the Company dated 17 April 2009. The Company is required to withhold corporate income tax at the rate of 10% before distributing the final dividend to non-resident enterprise shareholders of the Company whose names appeared on the Register of Members of the H Shares of the Company on Wednesday, 22 June 2020.

In accordance with the "Circular on Certain Issues Concerning the Policies of Individual Income Tax" (Cai Shui Zi [1994] No. 020) promulgated by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are, as an interim measure, exempted from the PRC individual income tax for dividends or bonuses received from foreign-invested enterprises. As the Company is a foreign invested enterprise, the Company will not withhold and pay the PRC individual income tax on behalf of overseas individual shareholders when the Company distributes the final dividend for the year ended 31 December 2021 to individual Shareholders whose names appeared on the Register of Members of H shares of the Company. The Company will determine the country of domicile of the individual H Shareholders based on the registered address as recorded in the Registers of Members of the Company on the Record Date and will accordingly withhold and pay the individual income tax (if any).

Shareholders are recommended to consult their tax advisors regarding the ownership and disposal of H shares of the Company in the PRC and in Hong Kong and other tax effects.

The Company has appointed ICBC (Asia) Trustee Company Limited as the receiving agent for holders of H Shares (the “**Receiving Agent**”). Cheques for the final dividend of H Shares will be issued by the Receiving Agent and despatched by ordinary post to holders of H Shares who are entitled to receive the final dividend for the year ended 31 December 2021 at their own risks on or around Friday, 29 July 2022.

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

Xiamen, the PRC, 10 June 2022

As at the date of this announcement, the executive directors of the Company are Mr. Cai Liquan, 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. Lin Pengjiu, Mr. Jin Tao, Mr. Ji Wenyuan and Mr. Li Maoliang.

** For identification purpose only*