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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: 03378)

NOTICE OF H SHAREHOLDERS' CLASS MEETING

NOTICE IS HEREBY GIVEN that an H shareholders' class meeting (the "**H Shareholders' Class Meeting**") of Xiamen International Port Co., Ltd* (the "**Company**") will be held at 10:00 a.m. or immediately following the conclusion of the EGM or any adjournment thereof on Friday, 16 September 2022 at 23rd Floor, Conference Room, No. 31 Donggang North Road, Xiamen, the People's Republic of China (the "**PRC**"), for the purpose of considering and, if thought fit, passing the following resolution.

Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the composite document jointly issued by the Company and Xiamen Port Investment Operation Co., Ltd.* (廈門港務投資運營有限公司) (the "**Offeror**") dated 23 August 2022.

AS SPECIAL RESOLUTION

- (a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 2 June 2022 entered into between the Company and the Offeror and the Merger and the transactions contemplated under the Merger Agreement.
- (b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he may consider necessary, appropriate, expedient and in the interest of the Company to give effect to and in connection with any transactions contemplated under the Merger Agreement.

By order of the Board
Xiamen International Port Co., Ltd*
Mr. Cai Liqun
Chairman

Xiamen, PRC, 23 August 2022

As at the date of this notice, the Board comprises Mr. Cai Liqun, Mr. Chen Zhaohui, Mr. Lin Fuguang and Mr. Chen Zhen as executive Directors, Mr. Chen Zhiping and Ms. Bai Xueqing as non-executive Directors, and Mr. Lin Pengjiu, Mr. Jin Tao, Mr. Ji Wenyan and Mr. Li Maoliang as independent non-executive Directors.

* For identification purposes 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 Tuesday, 13 September 2022 to Friday, 16 September 2022 (both dates inclusive) during which period no transfer of the Company's shares will be registered. To be eligible to attend and vote at the H Shareholders' Class Meeting, all instruments of transfer accompanied by relevant share certificates must be lodged with 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, Wan Chai, Hong Kong not later than 4:30 p.m. on Friday, 9 September 2022. Shareholders whose names are recorded in the register of members of the Company on Friday, 16 September 2022 are entitled to attend the H Shareholders' Class Meeting.
2. A shareholder entitled to attend and vote at the H Shareholders' Class Meeting may appoint one or more proxies (whether he/she is a shareholder) to attend and vote at the H Shareholders' Class Meeting on his or her behalf. The form of proxy shall contain the number of the shares to be represented by the proxy. If several persons are authorised as the proxies of a shareholder, the form of proxy shall specify the number and class of shares to be represented by each proxy. Shareholders are reminded to indicate their voting instructions on the form of proxy.
3. The form of proxy shall be signed by the appointer or his attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
4. To be valid, the form of proxy must be lodged with the Company's H Share Registrar, 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 prior to the holding of the H Shareholders' Class Meeting. If the form of proxy is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The notarised power of attorney or other authorisation documents shall, together with the form of proxy, be deposited at the specified place at the time set out in the form of proxy.
5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of the board of directors or other governing bodies may attend the H Shareholders' Class Meeting on behalf of the appointer.
6. The Company has the right to request a proxy who attends the H Shareholders' Class Meeting on behalf of a shareholder to provide proof of identity. If a legal person shareholder appoints its representative to attend the meeting, the Company is entitled to require the representative to present his own identification document and a notarially certified copy of the resolution or power of attorney authorized by the board of directors or other competent body of such legal person shareholder (except for a recognized clearing house as defined by relevant ordinances in force from time to time in accordance with Hong Kong laws or its proxies).