

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.



Qingdao Port International Co., Ltd.

青島港國際股份有限公司

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

(Stock Code: 06198)

ANNOUNCEMENT

(1) POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2022 HELD ON 23 DECEMBER 2022

(2) APPOINTMENT OF DIRECTORS AND THE SUPERVISOR IN THE FOURTH SESSION

AND

(3) ADJUSTMENT TO THE COMPOSITION OF THE BOARD COMMITTEE

(1) POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2022 HELD ON 23 DECEMBER 2022

The board (the “**Board**”) of directors (the “**Directors**”) of Qingdao Port International Co., Ltd. (the “**Company**”) is pleased to announce that the second extraordinary general meeting of the Company for the year 2022 (the “**EGM**”) was held at the Conference Room, Shandong Port Tower, No. 7 Gangji Road, City North District, Qingdao, Shandong Province, the People’s Republic of China (the “**PRC**”) at 10:00 a.m. on Friday, 23 December 2022. The EGM was chaired by Mr. SU Jianguang, an executive Director and the chairman of the Board (the “**Chairman**”). The holding of the EGM was in compliance with the relevant requirements of laws, regulations and normative documents such as the Company Law of the PRC and the articles of association of the Company (the “**Articles of Association**”).

We refer to the circular of the EGM dated 18 November 2022 (the “**Circular**”), the supplemental circular of the EGM dated 8 December 2022 (the “**Supplemental Circular**”), the notice of the EGM dated 18 November 2022 and the Revised EGM Notice dated 8 December 2022, which set out detailed information on the resolutions proposed at the EGM. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

As at the date of the EGM, the total number of issued Shares of the Company was 6,491,100,000, comprising 5,392,075,000 A Shares and 1,099,025,000 H Shares. As stated in the Circular, Qingdao Port Group (being a subsidiary of Shandong Port Group) and its associates were required to abstain from voting on resolutions in relation to (i) the Qingdao Port Equipment Share Transfer Agreement and the Shandong Port Equipment Group Capital Increase Agreement and the transactions contemplated thereunder; (ii) the 2023 SDP Goods and Services Agreement and the transactions contemplated thereunder (including the proposed annual caps); and (iii) the 2023 SDP Financial Services Agreement and the transactions contemplated thereunder (including the proposed annual caps) at the EGM. As at the date of the EGM, Qingdao Port Group and its associates were beneficially interested in an aggregate of 3,617,397,000 Shares and had abstained from voting on the above resolutions.

As stated in the Circular, COSCO SHIPPING and its associates were required to abstain from voting on the resolution in relation to the 2023 COSCO SHIPPING Goods and Services Agreement and the transactions contemplated thereunder (including the proposed annual caps) at the EGM. As at the date of the EGM, COSCO SHIPPING and its associates were beneficially interested in an aggregate of 1,380,833,000 Shares and had abstained from voting on the above resolution.

Save as disclosed above, there were no Shareholder was required as set out in Rule 13.39 of the Hong Kong Listing Rules to abstain from voting on the related resolutions at the EGM and no Shares entitling the Shareholders to attend and abstain from voting in favor at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules.

The resolutions at the EGM were put to vote by way of poll. All of the Company’s six Directors were present at the EGM. All of the Company’s five Supervisors were present at the EGM. The Board secretary of the Company was present at the EGM. Other senior management members of the Company also attended the EGM.

Poll Results of the EGM

Shareholders and duly authorized proxies, holding a total of 5,601,983,355 Shares and representing approximately 86.3025% of the total number of issued Shares, were present at the EGM, details of which are set out below:

Total number of Shareholders and duly authorised proxies present at the EGM	28
Among which, total number of Shareholders of A Shares present at the EGM	25
total number of Shareholders of H Shares present at the EGM	3
Total number of voting shares held by Shareholders present at the EGM	5,601,983,355
Among which, total number of voting shares held by Shareholders of A Shares	4,909,678,189
total number of voting shares held by Shareholders of H Shares	692,305,166
Percentage of voting shares held by Shareholders present at the EGM in the total voting shares (%)	86.3025
Among which, percentage of voting shares held by Shareholders of A Shares in total voting shares (%)	75.6371
percentage of voting shares held by Shareholders of H Shares in total voting shares (%)	10.6655

Note: The total number of Shareholders present at the EGM includes Shareholders who were present at EGM on site and Shareholders who were present at the EGM by way of online voting.

The Board is pleased to announce that the following resolutions have been duly passed at the EGM and the details of the poll results are as follows:

Ordinary Resolutions		For		Against		Abstain	
		No. of Shares voted	Percentage (%)	No. of Shares voted	Percentage (%)	No. of Shares voted	Percentage (%)
1.	To consider and approve the Qingdao Port Equipment Share Transfer Agreement and the Shandong Port Equipment Group Capital Increase Agreement and the transactions contemplated thereunder	1,976,520,388	98.9088	8,065,967	0.4036	13,739,000	0.6876
2.	To consider and approve the 2023 SDP Goods and Services Agreement and the transactions contemplated thereunder (including the proposed annual caps)	1,976,520,388	98.9088	8,065,967	0.4036	13,739,000	0.6876
3.	To consider and approve the 2023 SDP Financial Services Agreement and the transactions contemplated thereunder (including the proposed annual caps)	1,945,296,454	97.3463	39,289,901	1.9661	13,739,000	0.6876
4.	To consider and approve the 2023 COSCO SHIPPING Goods and Services Agreement and the transactions contemplated thereunder (including the proposed annual caps)	4,221,067,755	99.9980	82,600	0.0020	0	0
5.	To consider and approve the changes in the use of proceeds from the H Share Placing	5,601,692,255	99.9948	182,600	0.0032	108,500	0.0020
6.	To consider and approve election of Mr. LI Zhengxu as a non-employee representative supervisor of the Company	5,601,692,255	99.9948	182,600	0.0032	108,500	0.0020
7.	To consider and approve:	Voted by way of cumulative voting system					
		<i>No. of Shares voted (Percentage %)</i>					
	7.01 the election of Mr. ZHANG Baohua as an executive director of the Company	5,594,650,754 (99.8691)					
	7.02 the election of Mr. XUE Baolong as a non-executive director of the Company	5,596,710,719 (99.9059)					
	7.03 the election of Mr. ZHU Tao as a non-executive director of the Company	5,596,710,719 (99.9059)					

As more than half of the votes were cast in favour of the each of the resolutions numbered 1 to 7, these ordinary resolutions were duly passed.

In accordance with the relevant regulatory requirements of the China Securities Regulatory Commission (中國證券監督管理委員會) and the Shanghai Stock Exchange, the poll results of the voting of Shareholders of A Shares with less than 5% of voting shares in respect of the resolutions involving significant events at the EGM are as follows:

Resolutions	For		Against		Abstain	
	No. of Shares voted	Percentage (%)	No. of Shares voted	Percentage (%)	No. of Shares voted	Percentage (%)
1. To consider and approve the Qingdao Port Equipment Share Transfer Agreement and the Shandong Port Equipment Group Capital Increase Agreement and the transactions contemplated thereunder	182,453,089	99.8729	232,100	0.1271	0	0
2. To consider and approve the 2023 SDP Goods and Services Agreement and the transactions contemplated thereunder (including the proposed annual caps)	182,453,089	99.8729	232,100	0.1271	0	0
3. To consider and approve the 2023 SDP Financial Services Agreement and the transactions contemplated thereunder (including the proposed annual caps)	180,843,289	98.9917	1,841,900	1.0083	0	0
4. To consider and approve the 2023 COSCO SHIPPING Goods and Services Agreement and the transactions contemplated thereunder (including the proposed annual caps)	182,661,589	99.9870	23,600	0.0130	0	0
5. To consider and approve the changes in the use of proceeds from the H Share Placing	182,453,089	99.8729	123,600	0.0676	108,500	0.0595
7. To consider and approve:	Voted by way of cumulative voting system					
	<i>No. of Shares voted (Percentage (%))</i>					
7.01 the election of Mr. ZHANG Baohua as an executive director of the Company	177,441,589 (97.1297)					

	7.02 the election of Mr. XUE Baolong as a non-executive director of the Company	177,477,789 (97.1495)
	7.03 the election of Mr. ZHU Tao as a non-executive director of the Company	177,477,789 (97.1495)

SCRUTINEER

In compliance with the requirements of the Hong Kong Listing Rules, PricewaterhouseCoopers Zhong Tian LLP (“**PwC Zhong Tian**”), the Company’s auditor, acted as the scrutineer for vote-taking at the EGM.

As the scrutineer, the work of PwC Zhong Tian was limited to certain procedures requested by the Company to double check if the poll results summary prepared by the Company is consistent with the voting forms collected and provided by the Company to PwC Zhong Tian. The work performed by PwC Zhong Tian in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or voting rights.

LAWYERS’ CERTIFICATION

Ms. GUO Xu and Ms. YUAN Xingxing, attorneys from Beijing Commerce & Finance Law Offices, witnessed the EGM and issued a legal opinion certifying that the procedures to call and convene the EGM, the qualifications of attendees and the voting process of the EGM were in compliance with relevant laws, regulations and the Articles of Association. The poll results of the EGM were lawful and valid.

(2) APPOINTMENT OF DIRECTORS AND THE SUPERVISOR IN THE FOURTH SESSION

Following the approvals by the Shareholders at the EGM, the Board is pleased to announce the appointment of Mr. ZHANG Baohua as an executive Director, the appointment of Mr. XUE Baolong and Mr. ZHU Tao as non-executive Directors, and the appointment of Mr. LI Zhengxu as a non-employee representative Supervisor, all with a term of office commencing from 23 December 2022 and ending on the date of the expiration of the Board and the Supervisory Committee of the fourth session.

(3) ADJUSTMENT TO THE COMPOSITION OF THE BOARD COMMITTEE

The Board hereby further announces that on 23 December 2022, each of Mr. ZHANG Baohua, Mr. XUE Baolong and Mr. ZHU Tao was appointed as a member of the strategy and development committee of the Board, with a term of office commencing from 23 December 2022 and ending on the date of the expiration of the Board of the fourth session.

By order of the Board

Qingdao Port International Co., Ltd.

SU Jianguang

Chairman

Qingdao, the PRC, 23 December 2022

As at the date of this announcement, the executive Directors are Mr. SU Jianguan and Mr. ZHANG Baohua; the non-executive Directors are Mr. LI Wucheng, Mr. ZHU Tao, Ms. WANG Fuling and Mr. XUE Baolong; and the independent non-executive Directors are Ms. LI Yan, Mr. JIANG Min and Mr. LAI Kwok Ho.