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**招商局港口控股有限公司**

CHINA MERCHANTS PORT HOLDINGS COMPANY LIMITED

*(Incorporated in Hong Kong with limited liability under the Companies Ordinance)*

**(Stock Code: 00144)**

## **ANNOUNCEMENT**

- (1) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**
- (2) WITHDRAWAL OF ORDINARY RESOLUTION NO. 3A(c) AT THE ANNUAL GENERAL MEETING TO BE HELD ON 2 JUNE 2023**
- (3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Reference is made to the circular (the “**Circular**”) of China Merchants Port Holdings Company Limited (the “**Company**”) dated 28 April 2023 in relation to the annual general meeting of the Company to be held on 2 June 2023 (the “**AGM**”), the notice of the AGM dated 28 April 2023 (the “**AGM Notice**”) and the accompanying form of proxy of the Company (the “**Proxy Form(s)**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

### **1. RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

On 8 May 2023, the Board received a notice of retirement from Mr. Bong Shu Ying Francis (“**Mr. Bong**”) that he will retire from office upon the conclusion of the forthcoming AGM pursuant to the Articles of Association. Mr. Bong confirmed that he will not offer himself for re-election at the AGM as he wishes to devote more time to his other personal engagements and commitments. Accordingly, Mr. Bong will also cease to be a member of the audit committee of the Company (the “**Audit Committee**”), the nomination committee of the Company (the “**Nomination Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from the conclusion of the AGM.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Bong for his remarkable contributions to the Company during his term of office. Mr. Bong has confirmed that he has no disagreement with the Board and there are no matters in relation to his retirement that needs to be brought to the attention of the Shareholders.

## **2. WITHDRAWAL OF ORDINARY RESOLUTION NO. 3A(C) AT THE AGM**

Due to the retirement of Mr. Bong, ordinary resolution no. 3A(c) in respect of the re-election of Mr. Bong as an independent non-executive Director as set out in the AGM Notice and Proxy Form is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the AGM. Save as disclosed above, all other resolutions contained in the AGM Notice shall continue to be considered at the AGM, and the date, time and venue for holding the AGM shall remain unchanged.

Proxy Forms lodged by Shareholders will remain valid except that no poll will be taken and counted for ordinary resolution no. 3A(c).

Notwithstanding the withdrawal of ordinary resolution no. 3A(c) at the AGM, the number of directors retiring from the Board continues to fulfil the requirements under the Articles of Association and the Listing Rules. Further, upon conclusion of the AGM, the Company will continue to have more than three independent non-executive Directors and who constitute at least one-third of the Board.

## **3. CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that the Board has approved the change in composition of the Audit Committee, the Nomination Committee and the Remuneration Committee following the retirement of Mr. Bong, with effect from the conclusion of the AGM, details of which are as follows:

- (1) The Audit Committee shall consist of four members, namely Mr. Chan Hiu Fung Nicholas, Ms. Chan Yuen Sau Kelly and Ms. Wong Pui Wah, with Mr. Li Ka Fai David serving as the chairman of the Audit Committee.
- (2) The Nomination Committee shall consist of four members, namely Mr. Wang Xiufeng, Mr. Chan Hiu Fung Nicholas and Ms. Wong Pui Wah, with Ms. Chan Yuen Sau Kelly serving as the chairman of the Nomination Committee.

- (3) The Remuneration Committee shall consist of four members, namely Mr. Xu Song, Ms. Chan Yuen Sau Kelly and Mr. Li Ka Fai David, with Mr. Chan Hiu Fung Nicholas serving as the chairman of the Remuneration Committee.

By Order of the Board  
**China Merchants Port Holdings Company Limited**  
**Deng Renjie**  
*Chairman*

Hong Kong, 8 May 2023

*As at the date of this announcement, the Board comprises Mr. Deng Renjie (Chairman), Mr. Yim Kong and Mr. Yang Guolin as Non-Executive Directors; Mr. Wang Xiufeng, Mr. Xu Song, Mr. Tu Xiaoping and Mr. Lu Yongxin as Executive Directors; and Mr. Bong Shu Ying Francis, Mr. Chan Hiu Fung Nicholas, Ms. Chan Yuen Sau Kelly, Mr. Li Ka Fai David and Ms. Wong Pui Wah as Independent Non-Executive Directors.*