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**辽宁港口股份有限公司**  
**LIAONING PORT CO., LTD.\***

*(a sino-foreign joint stock limited company incorporated in the People's Republic of China)*  
**(Stock Code: 2880)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 15 DECEMBER 2023;  
APPOINTMENT OF DIRECTORS;  
AND  
APPOINTMENT OF SUPERVISORS**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that all the resolutions proposed at the EGM were duly passed by the Shareholders by way of poll.

**APPOINTMENT OF DIRECTORS**

The Board further announces that each of Dr. Li Guofeng and Dr. Li Yubin was elected as a non-executive Director of the seventh session of the Board. Their respective terms of office commence from the date of Shareholders' approval at the EGM until the expiration of the term of the seventh session of the Board.

**APPOINTMENT OF SUPERVISORS**

It is further announced that each of Mr. Kuang Zhiguo and Mr. Cui Beiqliang was elected as a Supervisor of the seventh session of the Supervisory Committee. Their respective terms of office commence from the date of Shareholders' approval at the EGM until the expiration of the term of the seventh session of the Supervisory Committee.

References are made to the notice of the extraordinary general meeting and the circular dated 27 November 2023 (the "**Circular**") in relation to the extraordinary general meeting (the "**EGM**") of Liaoning Port Co., Ltd. (the "**Company**"). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The EGM was held at Room 109, Liaoning Port Group Building, No. 1 Gangwan Street, Zhongshan District, Dalian, Liaoning, the PRC at 9:00 a.m. on Friday, 15 December 2023 and chaired by Mr. Wei Minghui, an executive Director.

## POLL RESULTS OF THE EGM

As at the date of the EGM, the total number of Shares in issue was 23,987,065,816 (comprising 18,828,349,817 A Shares and 5,158,715,999 H Shares), which is the total number of the Shares entitling the Shareholders to attend and vote for or against resolutions 1-3 at the EGM. CMG, the controlling shareholder of the Company, together with its associates (including Liaoning Port Group, being a subsidiary owned by China Merchants Liaoning with 51% equity interests and ultimately controlled by CMG), collectively holding 16,586,998,459 Shares (comprising 12,293,749,764 A Shares and 4,293,248,695 H Shares) of the Company amounting to approximately 69.15% of the total issued share capital of the Company as at the date of the EGM, shall abstain, and have abstained from voting for or against resolution 4 at the EGM. Therefore, the total number of Shares entitling the Independent Shareholders to attend and vote for or against resolution 4 at the EGM was 7,400,067,357 Shares (comprising 6,534,600,053 A Shares and 865,467,304 H Shares). Save as disclosed above and to the best knowledge of the Board, none of the Shareholders was required to abstain from voting at the EGM pursuant to Rule 13.40 of the Listing Rules and there were no Shares entitling the Shareholders to attend and vote only against the resolutions at the EGM, nor had any of the Shareholders stated their intention in the Circular to vote against or to abstain from voting on the resolutions at the EGM.

The total number of Shares entitling the Shareholders who attended and voted for or against resolutions 1 to 3 at the EGM was 17,464,234,716 (representing approximately 72.806882% of the total issued share capital of the Company as at the date of the EGM) and the total number of Shares entitling the Independent Shareholders who attended and voted for or against resolution 4 at the EGM was 944,545,847 (representing approximately 3.937730% of the total issued share capital of the Company as at the date of the EGM).

The results of the resolutions passed by way of poll at the EGM were set out as follows:

ORDINARY RESOLUTIONS		Cumulative Number of Votes (%) For
1.	To consider and approve the election of Directors:	
1.1	To elect Dr. Li Guofeng as non-executive Director for the seventh session of the Board for a term commencing from the date of approval at the EGM to the expiration of the term of office of the seventh session of the Board. During his term of service, no emolument shall be paid to him for his service as a Director, and no other benefit or bonus shall be paid.	17,458,091,255 99.964823% among which, A Shares: 13,156,572,077 H Shares: 4,301,519,178
1.2	To elect Dr. Li Yubin as non-executive Director for the seventh session of the Board for a term commencing from the date of approval at the EGM to the expiration of the term of office of the seventh session of the Board. During his term of service, no emolument shall be paid to him for his service as a Director, and no other benefit or bonus shall be paid.	17,455,688,953 99.951067% among which, A Shares: 13,154,169,775 H Shares: 4,301,519,178

ORDINARY RESOLUTIONS		Cumulative Number of Votes (%) For		
2.	To consider and approve the election of Supervisors:			
2.1	To elect Mr. Kuang Zhiguo as a Supervisor for the seventh session of the Supervisory Committee for a term commencing from the date of approval at the EGM to the expiration of the term of office of the seventh session of the Supervisory Committee. During his term of service, no emolument shall be paid to him for his service as a Supervisor, and no other benefit or bonus shall be paid.	17,444,851,495 99.889012% among which, A Shares: 13,143,332,317 H Shares: 4,301,519,178		
2.2	To elect Mr. Cui Beiqiang as a Supervisor for the seventh session of the Supervisory Committee for a term commencing from the date of approval at the EGM to the expiration of the term of office of the seventh session of the Supervisory Committee. During his term of service, no emolument shall be paid to him for his service as a Supervisor, and no other benefit or bonus shall be paid.	17,444,851,498 99.889012% among which, A Shares: 13,143,332,320 H Shares: 4,301,519,178		
ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
3.	To consider and approve the proposed amendments to the Policy and Rules of Work for Independent Directors.	17,462,628,466 99.990803% among which, A Shares: 13,161,106,988 H Shares: 4,301,521,478	1,579,700 0.009045% among which, A Shares: 867,700 H Shares: 712,000	26,550 0.000152% among which, A Shares: 26,550 H Shares: 0
4.	To review the entering into the agreements of the Company in relation to the continuing connected transactions with Liaoning Port Group, the continuing connected transactions with CMG Finance and the continuing connected transactions with China Merchants Bank for the year of 2024, 2025 and 2026 and the annual caps.			
4.01	The Purchase of Goods and Services Agreement dated 26 October 2023 entered into between the Company and Liaoning Port Group (including the annual caps under the Purchase of Goods and Services Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	942,939,597 99.829945% among which, A Shares: 934,666,814 H Shares: 8,272,783	1,579,700 0.167244% among which, A Shares: 867,700 H Shares: 712,000	26,550 0.002811% among which, A Shares: 26,550 H Shares: 0

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
4.02	The Supply of Goods and Services Agreement dated 26 October 2023 entered into between the Company and Liaoning Port Group (including the annual caps under the Supply of Goods and Services Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	942,939,597 99.829945% among which, A Shares: 934,666,814 H Shares: 8,272,783	1,579,700 0.167244% among which, A Shares: 867,700 H Shares: 712,000	26,550 0.002811% among which, A Shares: 26,550 H Shares: 0
4.03	The Financial Services Agreement dated 26 October 2023 entered between the Company and CMG Finance (including the annual caps under the Financial Services Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	884,090,610 93.599544% among which, A Shares: 881,842,985 H Shares: 2,247,625	60,428,687 6.397645% among which, A Shares: 53,691,529 H Shares: 6,737,158	26,550 0.002811% among which, A Shares: 26,550 H Shares: 0
4.04	The Terminal Facilities Design and Construction Services Agreement dated 26 October 2023 entered into between the Company and Liaoning Port Group (including the annual caps under the Terminal Facilities Design and Construction Services Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	942,939,597 99.829945% among which, A Shares: 934,666,814 H Shares: 8,272,783	1,579,700 0.167244% among which, A Shares: 867,700 H Shares: 712,000	26,550 0.002811% among which, A Shares: 26,550 H Shares: 0

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
4.05	The Construction Management and Supervision Agreement dated 26 October 2023 entered into between the Company and Liaoning Port Group (including the annual caps under the Construction Management and Supervision Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	942,939,597 99.829945% among which, A Shares: 934,666,814 H Shares: 8,272,783	1,579,750 0.167249% among which, A Shares: 867,750 H Shares: 712,000	26,500 0.002806% among which, A Shares: 26,500 H Shares: 0
4.06	The Lease Agreement dated 26 October 2023 entered into between the Company and Liaoning Port Group (including the annual caps under the Lease Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	942,939,597 99.829945% among which, A Shares: 934,666,814 H Shares: 8,272,783	1,579,700 0.167244% among which, A Shares: 867,700 H Shares: 712,000	26,550 0.002811% among which, A Shares: 26,550 H Shares: 0
4.07	The Bank Financial Services Agreement dated 26 October 2023 entered into between the Company and China Merchants Bank (including the annual caps under the Bank Financial Services Agreement) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.	924,530,758 97.880983% among which, A Shares: 916,367,975 H Shares: 8,162,783	19,988,539 2.116206% among which, A Shares: 19,166,539 H Shares: 822,000	26,550 0.002811% among which, A Shares: 26,550 H Shares: 0

As more than 50% of the votes by the Shareholders were cast in favour of each of ordinary resolutions 1 to 3 and more than 50% of the votes by the Independent Shareholders were cast in favour of ordinary resolution 4 at the EGM, all the above resolutions were duly passed.

The Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the purpose of vote-taking at the EGM. Attorney Su Dunyuan of Jia Yuan Law Office, the PRC legal advisers of the Company, and Mr. Jiang Huaidong and Ms. Chen Qiyu, the representatives of the Shareholders, and Ms. Zhang Hong, a Supervisor, participated in the scrutiny of the poll results at the EGM. The convening of and the procedures for holding the EGM and the voting procedures at the EGM were in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company.

Mr. Wei Minghui as executive Director, Mr. Yang Bing as non-executive Directors and Dr. Liu Chunyan and Ms. Cheng Chaoying as independent non-executive Directors attended the EGM in person. Mr. Wang Zhixian and Dr. Xu Xin did not attend the EGM due to other business arrangements and Mr. Chan Wai Hei did not attend the EGM due to personal health reasons.

## **APPOINTMENT OF DIRECTORS**

The Board is pleased to announce that each of Dr. Li Guofeng and Dr. Li Yubin was elected as a non-executive Director of the seventh session of the Board. Their respective terms of office commence from the date of Shareholders' approval at the EGM until the expiration of the term of the seventh session of the Board.

As such, the seventh session of the Board comprises of Mr. Wang Zhixian and Mr. Wei Minghui as executive Directors, Dr. Xu Xin, Mr. Yang Bing, Dr. Li Guofeng and Dr. Li Yubin as non-executive Directors, and Dr. Liu Chunyan, Ms. Cheng Chaoying and Mr. Chan Wai Hei as independent non-executive Directors.

## **APPOINTMENT OF SUPERVISORS**

The Board is pleased to announce that each of Mr. Kuang Zhiguo and Mr. Cui Bei qiang was elected as a Supervisor of the seventh session of the Supervisory Committee. Their respective terms of office commence from the date of Shareholders' approval at the EGM until the expiration of the term of the seventh session of the Supervisory Committee.

By Order of the Board  
**Liaoning Port Co., Ltd.\***  
**WANG Huiying and LEE, Kin Yu Arthur**  
*Joint Company Secretaries*

Dalian City, Liaoning Province, the PRC  
15 December 2023

As at the date of this announcement, the Board comprises:

*Executive Directors:* WANG Zhixian and WEI Minghui

*Non-executive Directors:* LI Guofeng, XU Xin, LI Yubin and YANG Bing

*Independent non-executive Directors:* LIU Chunyan, CHENG Chaoying and CHAN Wai Hei

\* *The Company is registered as Non-Hong Kong company under Part XI of the previous Hong Kong Companies Ordinance (equivalent to Part 16 of the Hong Kong Companies Ordinance with effect from 3 March 2014) under the English name "Liaoning Port Co., Ltd."*

\* *For identification purposes only*