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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

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AND

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(1) POLL RESULTS OF THE 2023 AGM HELD ON 6 JUNE 2024

The board (the “**Board**”) of directors (the “**Directors**”) of Qingdao Port International Co., Ltd. (the “**Company**”) is pleased to announce that the 2023 annual general meeting of the Company (the “**AGM**”) was held at Chengshan Ruijing Hotel, No. 442 Huanhai Road, Chengshan Town, Rongcheng, Weihai, Shandong Province, the People’s Republic of China (the “**PRC**”) by the Company at 9:00 a.m. on Thursday, 6 June 2024. The chairman of the AGM was Mr. SU Jianguang, an executive Director and the chairman of the Board (the “**Chairman**”). The holding of the AGM 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 AGM dated 14 May 2024 (the “**Circular**”) and the notice of the AGM dated 14 May 2024, which set out detailed information on the resolutions proposed at the AGM. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the total number of issued Shares was 6,491,100,000, comprising 5,392,075,000 A Shares and 1,099,025,000 H Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. As stated in the Circular, all Shareholders shall be entitled to vote on and approve resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend but requiring them to abstain from voting in favour at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules, nor had any Shareholders of the Company stated their intention in the Circular to vote against any resolutions or to abstain from voting at the AGM.

The resolutions at the AGM were put to vote by way of poll. All of the Company’s 8 Directors were present at the AGM. All of the Company’s 4 Supervisors were present at the AGM. The Company’s secretary to the Board and the candidates of Director and Supervisor were present at the AGM, and other senior management of the Company were also in attendance at the AGM.

Shareholders and duly authorised proxies, holding a total of 5,793,606,183 Shares and representing approximately 89.2545% of the total number of issued Shares, were present at the AGM, details of which are set out below:

Total number of Shareholders and duly authorised proxies present at the AGM	77
Among which, total number of Shareholders of A Shares present at the AGM	71
total number of Shareholders of H Shares present at the AGM	6
Total number of voting shares held by Shareholders present at the AGM (share)	5,793,606,183
Among which, total number of voting shares held by Shareholders of A Shares (share)	4,986,734,785
total number of voting shares held by Shareholders of H Shares (share)	806,871,398

Percentage of voting shares held by Shareholders present at the AGM in the total voting shares (%)	89.2545
Among which, percentage of voting shares held by Shareholders of A Shares in total voting shares (%)	76.8241
percentage of voting shares held by Shareholders of H Shares in total voting shares (%)	12.4304

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

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

Special Resolutions		For		Against		Abstain	
		<i>No. of Shares voted</i>	<i>Percentage (%)</i>	<i>No. of Shares voted</i>	<i>Percentage (%)</i>	<i>No. of Shares voted</i>	<i>Percentage (%)</i>
1.	Resolution in relation to the general mandate to issue the Shares by the Company	5,645,756,065	97.448	139,182,018	2.4023	8,668,100	0.1497
2.	Resolution in relation to the general mandate to issue domestic and foreign debt financing instruments by the Company	5,638,047,265	97.3542	142,635,618	2.4629	10,584,200	0.1829
3.	Resolution in relation to the amendments to the rules of procedures for the Board of Qingdao Port International Co., Ltd.	5,778,577,883	99.7808	59,000	0.0010	12,630,200	0.2182

As more than 2/3 of the votes were cast in favour of each of the resolutions numbered 1 to 3, these special resolutions were duly passed.

Ordinary Resolutions		For		Against		Abstain	
		<i>No. of Shares voted</i>	<i>Percentage (%)</i>	<i>No. of Shares voted</i>	<i>Percentage (%)</i>	<i>No. of Shares voted</i>	<i>Percentage (%)</i>
4.	Resolution in relation to the annual report of the Company for the year 2023	5,780,572,883	99.8153	59,000	0.001	10,635,200	0.1837
5.	Resolution in relation to the work report of the Board of the Company for the year 2023	5,778,388,183	99.7776	2,243,700	0.0387	10,635,200	0.1837
6.	Resolution in relation to the work report of the Supervisory Committee of the Company for the year 2023	5,780,572,883	99.8153	59,000	0.0010	10,635,200	0.1837
7.	Resolution in relation to the audited report of final accounts of the Company for the year 2023	5,780,572,883	99.8153	59,000	0.0010	10,635,200	0.1837
8.	Resolution in relation to the profit distribution plan of the Company for the year 2023	5,778,577,883	99.7808	1,859,000	0.0321	10,830,200	0.1871

9.	Resolution in relation to the remunerations of the Directors of the Company for the year 2023	5,778,158,883	99.7736	59,000	0.0010	13,049,200	0.2254
10.	Resolution in relation to the remunerations of the Supervisors of the Company for the year 2023	5,780,495,883	99.7737	59,000	0.0010	13,049,200	0.2253
11.	Resolution in relation to the remuneration plan of the Directors of the Company	5,779,017,883	99.7736	59,000	0.0010	13,049,200	0.2254
12.	Resolution in relation to the remuneration plan of the Supervisors of the Company	5,780,495,883	99.7737	59,000	0.0010	13,049,200	0.2253
13.	Resolution in relation to the amendments to the working system for independent Directors of Qingdao Port International Co., Ltd.	5,649,588,108	97.5391	129,907,775	2.2428	12,630,200	0.2181
14.	Resolution in relation to the formulation of the rules of selection and engagement of accounting firms of Qingdao Port International Co., Ltd.	5,779,436,883	99.7809	59,000	0.0010	12,630,200	0.2181
15.	Resolution in relation to the appointment of accounting firm of the Company for the year 2024	5,777,354,282	99.7597	1,280,701	0.0221	12,630,200	0.2182
16.	Resolution in relation to the election of non-employee representative Director of the fourth session of the Board of the Company	5,776,951,282	99.7591	1,317,501	0.0227	12,630,300	0.2182
17.	Resolution in relation to the election of non-employee representative Supervisors of the fourth session of the Supervisory Committee of the Company:	Voted by way of cumulative voting system <i>No. of Shares voted</i> <i>(Percentage (%))</i>					
	17.01 YUAN Qing	5,774,097,487 (99.6633)					
	17.02 LOU Gang	5,774,097,487 (99.6633)					
As more than half of the votes were cast in favour of each of the resolutions numbered 4 to 17, these ordinary resolutions were duly passed.							

In accordance with the relevant regulatory requirements of CSRC 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 AGM are as follows:

Resolutions	For		Against		Abstain	
	<i>No. of Shares voted</i>	<i>Percentage (%)</i>	<i>No. of Shares voted</i>	<i>Percentage (%)</i>	<i>No. of Shares voted</i>	<i>Percentage (%)</i>
8. Resolution in relation to the profit distribution plan of the Company for the year 2023	253,073,585	98.4585	1,800,000	0.7002	2,162,200	0.8413

9.	Resolution in relation to the remunerations of the Directors of the Company for the year 2023	253,073,585	98.4585	0	0.0000	3,962,200	1.5415
11.	Resolution in relation to the remuneration plan of the Directors of the Company	253,073,585	98.4585	0	0.0000	3,962,200	1.5415
15.	Resolution in relation to the appointment of accounting firm of the Company for the year 2024	252,967,885	98.4173	105,700	0.0411	3,962,200	1.5416
16.	Resolution in relation to the election of non-employee representative Director of the fourth session of the Board of the Company	253,073,485	98.4584	0	0.0000	3,962,300	1.5416

SCRUTINEER

In compliance with the requirements of the Hong Kong Listing Rules, ShineWing Certified Public Accountants (Special general partnership) acted as the scrutineer for vote-taking at the AGM.

LAWYERS' CERTIFICATION

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

(2) DISTRIBUTION OF FINAL DIVIDEND

The Board would like to inform the Shareholders that details of the distribution of final dividends for the year ended 31 December 2023 are as follows:

The Company will pay a final dividend of RMB292.7 per thousand shares (tax inclusive), totaling approximately RMB1,899.9450 million (tax inclusive), which represents approximately 45% of Distributable Profits attributable to Shareholders for the year ended 31 December 2023, and approximately 39% of the net profit attributable to shareholders of the Company for the year ended 31 December 2023. Such distribution plan will be implemented on Wednesday, 31 July 2024 to the Shareholders of H Shares whose names appear on the register of members of the Company on Thursday,

20 June 2024. Dividends for H Shares will be denominated and declared in RMB and paid in Hong Kong dollars. The applicable exchange rate for the purpose of the payment of the final dividend is RMB1=HK\$1.0994, being the average mid-point rate published by the People’s Bank of China on its website for the period of five working days immediately prior to the date of the declaration of the distribution of dividend. Therefore, the final dividend for H Shares will be HK\$321.7944 per thousand shares (tax inclusive).

For details of payment of dividends to Shareholders of A Shares, please refer to the announcement of the Company to be separately published on the Shanghai Stock Exchange.

The Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent of the Company in Hong Kong (the “**Receiving Agent**”) and will pay to such Receiving Agent the final dividend declared for payment to the Shareholders of H Shares. The final dividend will be paid by the Receiving Agent and relevant cheques will be despatched by the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, on Wednesday, 31 July 2024 to the Shareholders of H Shares entitled to receive such dividend by ordinary post at their own risk.

The Company will withhold for payment of the income tax strictly in accordance with the relevant laws or requirements of the relevant government departments on behalf of the Shareholders whose names appear on the Company’s register of members for H Shares on Thursday, 20 June 2024.

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) and its implementation regulations (the “**EIT Law**”), the tax rate of the enterprise income tax applicable to the income of a non-resident enterprise deriving from the PRC is 10%. For this purpose, any H Shares registered under the name of non-resident enterprise, including the H Shares registered under the name of HKSCC Nominees Limited, other nominees or trustees, or other organizations or entities, shall be deemed as shares held by non-resident enterprise shareholders (as defined under the EIT Law). The Company will distribute the dividend to those non-resident enterprise shareholders subject to a deduction of 10% enterprise income tax withheld and paid by the Company on their behalf.

Any resident enterprise (as defined under the EIT Law) which has been legally incorporated in the PRC or which was established pursuant to the laws of foreign countries (regions) but has established effective administrative entities in the PRC, and whose name appears on the Company’s register of members for H Shares should deliver a legal opinion ascertaining its status as a resident enterprise furnished by a qualified PRC lawyer (with the official chop of the law firm) and relevant documents to Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, in due course, if they do not wish to have the 10% enterprise income tax withheld and paid on their behalf by the Company.

Pursuant to the Notice of the State Administration of Taxation on the Collection and Administration of Individual Income Tax after the Abolishment of Document No. 045 (1993) (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發(1993) 045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)) (the “**Notice**”) issued by the State Administration of Taxation on 28 June 2011, the dividend to be distributed by the PRC non-foreign invested enterprise which has issued shares in Hong Kong to the overseas resident individual shareholders, is subject to the individual income tax with a tax rate of 10% in general. However, the tax rates for respective overseas resident individual shareholders may vary depending on the relevant tax agreements between the countries of their residence and Mainland China. Thus, 10% individual income tax will be withheld from the dividend payable to any individual shareholders of H Shares whose names appear on the register of members for H Shares of the Company on the record date, unless otherwise stated in the relevant taxation regulations, tax treaties or the Notice.

The Company will not be liable for any claim arising from any delay in, or incorrect determination of the status of the Shareholders or any disputes over the mechanism of withholding.

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding. For investors of the Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. The record date and the date of distribution of cash dividends and other arrangements for the investors of the Northbound Trading will be the same as those for the Shareholders of A Shares of the Company.

For investors of the Shanghai Stock Exchange and Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the cash dividends for the investors of H Shares of Southbound Trading will be paid in RMB. The record date and the date of distribution of cash dividends and other arrangements for the investors of the Southbound Trading will be the same as those for the holders of H Shares of the Company. As for the relevant taxation policies, pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2014] 81

號)》) and the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的 通知(財稅[2016] 127 號)》), for dividends received by domestic individual investors from investing in the H Shares of the Company listed on the Hong Kong Stock Exchange through the Southbound Trading, the Company shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in the H Shares of the Company listed on the Hong Kong Stock Exchange through the Southbound Trading, the tax payable shall be the same as that for individual investors. The Company will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves. Shareholders are suggested to consult their tax consultants regarding the tax impacts in China, Hong Kong and other countries (regions) for holding and selling the Company's Shares.

(3) SUPPLEMENT OF A MEMBER TO THE STRATEGY AND DEVELOPMENT COMMITTEE OF THE BOARD AND ELECTION OF THE CHAIRMAN OF THE SUPERVISORY COMMITTEE IN THE FOURTH SESSION

On 6 June 2024, upon the approval by the Shareholders at the AGM, Mr. CUI Liang was elected as non-executive Director of the fourth session of the Board, with a term of office commencing from 6 June 2024 and ending on the date of the expiration in the fourth session of the Board. At the same day, Mr. YUAN Qing and Mr. LOU Gang were both elected as non-employee representative Supervisors of the fourth session of the Supervisory Committee, with a term of office commencing from 6 June 2024 and ending on the date of the expiration in the fourth session of the Supervisory Committee.

The Board hereby further announced that on 6 June 2024, Mr. CUI Liang was appointed as a member of the strategy and development committee of the Board, with a term of office commencing from 6 June 2024 and ending on the date of the expiration in the fourth session of the Board. At the same day, Mr. YUAN Qing was elected as the chairman of the Supervisory Committee in the fourth session, with a term of office commencing from 6 June 2024 and ending on the date of the expiration in the fourth session of the Supervisory Committee.

(4) CHANGE OF AUDITORS

As above resolution numbered 15 has been approved at the AGM, PricewaterhouseCoopers Zhong Tian LLP has retired as the auditor of the Company, whilst ShineWing Certified Public Accountants (Special general partnership) has been appointed as the auditor of the Company for the year of 2024. For further details of the change of auditors, please refer to the announcement of the Company dated 26 April 2024 and the Circular.

By order of the Board
Qingdao Port International Co., Ltd.
SU Jianguang
Chairman

Qingdao, the PRC, 6 June 2024

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