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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of Liaoning Port Co., Ltd. (the “**Company**”) dated 29 March 2022 in relation to the proposed amendments to the existing articles of association of the Company (the “**Articles**”). In accordance with the Company Law of the PRC, the Securities Law of the PRC and other relevant regulations, the Guidance of the General Office of the State Council on Further Improving the Corporate Governance Structure of State-owned Enterprises (《國務院辦公廳關於進一步完善國有企業法人治理結構的指導意見》), the Notice of the State Owned Assets Supervision and Administration Commission of the State Council on Matters related to the Implementation of the Responsibilities and Powers of the Board of Central Enterprises’ Subsidiaries (《國務院國資委關於中央企業落實子企業董事會職權有關事項的通知》) (the “**Notice**”), and the Company’s implementation plan of the Notice, the board (“**Board**”) of directors (“**Director(s)**”) of the Company proposes to further amend the Articles.

The full text of the proposed amendments of the Articles is set out as below.

Existing Articles	Revised Articles
<p>Article 162</p>	<p>Article 162</p>
<p>The Board shall be responsible to the general meeting and shall exercise the following functions and powers:</p> <p>...</p> <p>(11) to establish the Company’s basic management system;</p> <p>...</p> <p>Save and except for the resolutions of the Board in respect of the matters specified in Subclauses (6), (7) and (12) of this Article which shall be passed by more than two-thirds of all directors, resolutions of the Board in respect of all other matters may be passed by more than one half of all directors.</p>	<p>The Board shall be responsible to the general meeting and shall exercise the following functions and powers:</p> <p>...</p> <p>(11) to establish the Company’s basic management system, <u>including the work plan for the selection and appointment of the members of the management, the business performance assessment measures of the members of the management, and the remuneration management measures for the members of the management; to formulate management measures for total wages of employees; to formulate guarantee management system, liability management system, external donation and charity engagement management system, etc.;</u></p> <p>...</p> <p>Save and except for the resolutions of the Board in respect of the matters specified in Subclauses (6), (7) and (12) of this Article which shall be passed by more than two-thirds of all directors, resolutions of the Board in respect of all other matters may be passed by more than one half of all directors.</p>

The proposed amendments are subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting of the Company (“AGM”). A circular of the AGM containing, among other matters, details of the proposed amendments to the Articles, together with a notice of the AGM will be despatched to the shareholders of the Company in due course.

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
28 April 2022

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

Executive Directors: WANG Zhixian and WEI Minghui

Non-executive Directors: ZHOU Qinghong, SI Zheng, XU Song and YANG Bing

Independent non-executive Directors: LI Zhiwei, LIU Chunyan and LAW Man Tat

* *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*