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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 ANNUAL GENERAL MEETING HELD ON 29 JUNE 2022

POLL RESULTS OF THE ANNUAL GENERAL MEETING

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

AMENDMENTS TO ARTICLES OF ASSOCIATION

The Board further announces that the Proposed Amendments were approved at the AGM.

References are made to Liaoning Port Co., Ltd. (the “**Company**”)’s circular dated 8 June 2022 (the “**Circular**”) and the notice dated 8 June 2022. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular. The AGM was held on Wednesday, 29 June 2022 at Room 109, Liaoning Port Group Building, No. 1 Gangwan Street, Zhongshan District, Dalian City, Liaoning Province, the PRC and chaired by Mr. Wang Zhixian, the chairman of the Board.

POLL RESULTS OF THE AGM

As at the date of the AGM, 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 the resolutions at the AGM. To the best knowledge of the Board, none of the Shareholders was required to abstain from voting at the AGM 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 AGM, 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 AGM.

The total number of Shares entitling the Shareholders who attended and voted for or against the resolutions at the AGM was 17,858,532,885 (representing approximately 74.450677% of the total issued share capital of the Company as at the date of the AGM).

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

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the annual report of the Company for the year ended 31 December 2021 (published on the Company's website: www.liaoganggf.cn).	17,857,879,208 99.996340% among which, A Shares: 13,559,329,513 H Shares: 4,298,549,695	447,727 0.002507% among which, A Shares: 443,127 H Shares: 4,600	205,950 0.001153% among which, A Shares: 9,950 H Shares: 196,000
2.	To consider and approve the report of the Board for the year ended 31 December 2021 (published on the Company's website: www.liaoganggf.cn).	17,857,879,208 99.996340% among which, A Shares: 13,559,329,513 H Shares: 4,298,549,695	447,727 0.002507% among which, A Shares: 443,127 H Shares: 4,600	205,950 0.001153% among which, A Shares: 9,950 H Shares: 196,000
3.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2021 (published on the Company's website: www.liaoganggf.cn).	17,857,879,258 99.996340% among which, A Shares: 13,559,329,563 H Shares: 4,298,549,695	447,727 0.002507% among which, A Shares: 443,127 H Shares: 4,600	205,900 0.001153% among which, A Shares: 9,900 H Shares: 196,000
4.	To consider and approve the audited consolidated financial statements and the auditors' report of the Company for the year ended 31 December 2021 (details stated in the annual report of the Company for the year ended 31 December 2021).	17,857,942,735 99.996695% among which, A Shares: 13,559,393,040 H Shares: 4,298,549,695	384,200 0.002152% among which, A Shares: 379,600 H Shares: 4,600	205,950 0.001153% among which, A Shares: 9,950 H Shares: 196,000
5.	To consider and approve the profit distribution plan for the year ended 31 December 2021, and to authorize the Board to delegate the authority to any executive director of the Company to deal with the matters in relation thereto according to the relevant laws, regulations and the Listing Rules.	17,858,103,108 99.997593% among which, A Shares: 13,559,357,413 H Shares: 4,298,745,695	425,727 0.002384% among which, A Shares: 421,127 H Shares: 4,600	4,050 0.000023% among which, A Shares: 4,050 H Shares: 0

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
6.	To consider and approve the appointment of Ernst & Young Hua Ming LLP as the auditor of the Company for the year ending 31 December 2022 and to hold office until the conclusion of the next annual general meeting of the Company. The total fees payable for the audit services to the Group for the year of 2022 will be RMB5.48 million (inclusive of value added tax), RMB3.40 million of which is for the audit services to the Company.	17,858,075,208 99.997437% among which, A Shares: 13,559,329,513 H Shares: 4,298,745,695	447,727 0.002507% among which, A Shares: 443,127 H Shares: 4,600	9,950 0.000056% among which, A Shares: 9,950 H Shares: 0
7.	To consider and approve the proposed amendments to the Measures as set out in the Circular.	17,858,245,108 99.998389% among which, A Shares: 13,559,499,413 H Shares: 4,298,745,695	277,227 0.001552% among which, A Shares: 272,627 H Shares: 4,600	10,550 0.000059% among which, A Shares: 10,550 H Shares: 0
SPECIAL RESOLUTION		Number of Votes (%)		
		For	Against	Abstain
8.	To consider and approve the proposed amendments to the Articles of Association as set out in the Circular.	17,845,392,754 99.926421% among which, A Shares: 13,547,009,059 H Shares: 4,298,383,695	13,129,631 0.073520% among which, A Shares: 12,763,031 H Shares: 366,600	10,500 0.000059% among which, A Shares: 10,500 H Shares: 0

As more than half of the total number of Shares held by the Shareholders who attended and voted on the ordinary resolutions and more than two thirds of the total number of Shares held by the Shareholders who attended and voted on the special resolution at the AGM were cast in favour of the resolutions, 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 AGM. Attorney Dong Xinghui of Jia Yuan Law Office, the PRC legal advisers of the Company, and Mr. Xia Peng and Mr. Wang Shuanghua, the representatives of the Shareholders, and Ms. Zhang Hong, a Supervisor, participated in the scrutiny of the poll results at the AGM. The convening of and the procedures for holding the AGM and the voting procedures at the AGM were in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company.

Mr. Wang Zhixian and Mr. Wei Minghui as executive Directors, Mr. Zhou Qinghong, Mr. Si Zheng and Mr. Yang Bing as non-executive Directors and Mr. Li Zhiwei, Dr. Liu Chunyan and Mr. Law Man Tat as independent non-executive Directors attended the AGM in person or by electronic means. Dr. Xu Song, as a non-executive Director, did not attend the AGM due to official duties.

PAYMENT OF FINAL DIVIDEND

The Board wishes to notify the Shareholders of the details relating to the payment of the final dividend for the year ended 31 December 2021.

The declaration and payment of a final dividend of RMB0.27 (PRC withholding tax included) per ten (10) existing Shares for the year ended 31 December 2021 (“**Final Dividend**”) has been approved at the AGM.

The Final Dividend shall be made on Friday, 26 August 2022 to the holders of H Shares whose names appeared on the register of member for H Shares on Tuesday, 12 July 2022 (the “**Record Date**”). According to the Articles of Association, the Final Dividend will be denominated and declared in RMB. Dividends to be paid to the holders of H Shares of the Company will be paid in Hong Kong dollars. The relevant exchange rate will be the average rate of RMB to Hong Kong dollars as announced by the People’s Bank of China for the five business days immediately preceding 29 June 2022, being the date of approving the distribution of the Final Dividend by the Shareholders at the AGM, which is RMB1.00 to HK\$1.1716. Accordingly, the amount of Final Dividend payable every ten H Shares is HK\$0.3163.

Pursuant to the Enterprise Income Tax Law of the PRC (中華人民共和國企業所得稅法) and its implementing rules, the Company is required to withhold and pay enterprise income tax at a tax rate of 10% when distributing the Final Dividend to its non-PRC resident corporate shareholders whose names appeared on the H Share Register on the Record Date, including HKSCC Nominees Limited. As such, the Company will distribute the Final Dividend to such Shareholders after deducting the aforementioned enterprise income tax.

Pursuant to Cai Shui Zi [1994] No.20 2, (8) 《(財稅字[1994]20號二、(八))》, the Company is not required to withhold and pay the individual income tax when distributing the Final Dividend to foreign individual Shareholders holding its H Shares and whose names appear on the H Share Register on the Record Date as the Company has been recognized as a foreign-invested enterprise under the PRC laws.

All investors are requested to read this announcement and the Circular carefully. Shareholders are recommended to consult their taxation advisors regarding their holding and disposing of H Shares for the PRC, Hong Kong and other tax effects involved. The Company assumes no liability and will not deal with any dispute over enterprise income tax withholding triggered by failure to submit proof materials within the stipulated time frame.

The Company has appointed ICBC (Asia) Trustee Company Limited as the receiving agent of the H Shareholders of the Company in Hong Kong (the “**Receiving Agent**”) and will pay through such Receiving Agent the Final Dividend declared to be paid to the H Shareholders. The relevant cheques will be dispatched on or before Friday, 26 August 2022 to H Shareholders entitled to receive such dividend by ordinary post at their own risk.

The Company will make separate arrangements regarding the payment of the Final Dividend to the A Shareholders.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The special resolution 8 in relation to the proposed amendments to the Articles of Association (the “**Proposed Amendments**”) was approved by the Shareholders at the AGM. The Proposed Amendments will become effective upon the approvals by relevant authorities.

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

Dalian City, Liaoning Province, the PRC
29 June 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*