

IMPORTANT

If you are in any doubt about any of the contents of this prospectus, you should obtain independent professional advice.



秦皇島港股份有限公司 QINHUANGDAO PORT CO., LTD.*

(a joint stock limited liability company incorporated in the People's Republic of China)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 829,853,000 H Shares (comprising 754,412,000 H Shares to be offered by the Company and 75,441,000 Sale Shares to be offered by the Selling Shareholders, subject to the Over-allotment Option)
Number of International Offer Shares	: 746,867,000 H Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Public Offer Shares	: 82,986,000 H Shares (subject to adjustment)
Maximum Offer Price	: HK\$6.70 per H Share payable in full on application subject to refund on final pricing, plus brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%
Nominal Value	: RMB1.00 per H Share
Stock Code	: 3369

Joint Sponsors



Joint Global Coordinators



Joint Bookrunners



Joint Lead Managers



Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this prospectus.

A copy of this prospectus, having attached thereto the documents specified in "Appendix VIII – Documents Delivered to the Registrar of Companies and Available for Inspection", has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance of Hong Kong (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or for any other document referred to above.

The Offer Price is expected to be determined by an agreement between us (for ourselves and on behalf of the Selling Shareholders) and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) on the Price Determination Date. The Price Determination Date is expected to be on or about December 5, 2013 (Hong Kong Time) and, in any event, not later than December 10, 2013 (Hong Kong Time). The Offer Price will be not more than HK\$6.70 and is expected to be not less than HK\$5.25 per Offer Share unless otherwise announced. The Joint Global Coordinators (for themselves and on behalf of the Underwriters, and with our consent) may reduce the number of Offer Shares stated in this prospectus and/or the indicative Offer Price range stated in this prospectus at any time prior to the morning of the last day for lodging applications under the Hong Kong Public Offering in which case, notice of such reduction will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and will be posted on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and on the website of our Company (www.portqhd.com). Further details are set out in the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Public Offer Shares" in this prospectus.

If, for whatever reason, the Offer Price is not agreed between us (for ourselves and on behalf of the Selling Shareholders) and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) on or before December 10, 2013 (Hong Kong Time), the Global Offering (including the Hong Kong Public Offering) will not proceed and will lapse.

We were incorporated, and substantially all of our businesses are located, in the PRC. Potential investors should be aware of the differences in the legal, economic and financial systems between the PRC and Hong Kong, and the fact that there are different risks relating to investment in PRC-incorporated companies. Potential investors should also be aware that the regulatory framework in the PRC is different from the regulatory framework in Hong Kong, and should take into consideration the different market nature of the H Shares. Such differences and risk factors are set forth in the sections headed "Risk Factors", "Regulations", "Appendix V – Summary of Principal Legal and Regulatory Provisions" and "Appendix VI – Summary of Articles of Association" to this prospectus.

The Offer Shares have not been, and will not be, registered under the U.S. Securities Act or any state securities laws in the United States, and may not be offered, sold, pledged or transferred within the United States, except that the Offer Shares may be offered, sold and delivered in the United States to QIBs pursuant to Rule 144A or another exemption from registration under the U.S. Securities Act, or outside the United States in reliance on Regulation S.

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement to subscribe for, and to procure applicants for the subscription for, Hong Kong Public Offer Shares are subject to termination by the Joint Global Coordinators (for themselves and on behalf of the Hong Kong Underwriters), if certain grounds arise at or prior to 8:00 a.m. (Hong Kong time) on the day dealings in the H Shares first commence on The Stock Exchange of Hong Kong Limited (such first dealing date is currently expected to be December 12, 2013). Such grounds are set out in the section headed "Underwriting" in this prospectus. It is important that you refer to that section for further details.

* For identification purposes only.