This summary aims to give you an overview of the information contained in this prospectus. As this is a summary, it does not contain all the information that may be important to you and is qualified in its entirety by, and should be read in conjunction with, the full text of this prospectus. You should read the whole document including the appendices hereto, which constitute an integral part of this prospectus, before you decide to invest in our Offer Shares. Information contained in our website, located at www.portqhd.com, does not form part of this prospectus.

There are risks associated with any investment. Some of the particular risks in investing in our Offer Shares are set out in the section headed "Risk Factors" in this prospectus. You should read that section carefully before you decide to invest in our Offer Shares.

OVERVIEW

We are the world's largest independent port operator for major dry bulk cargo in terms of throughput in 2012, according to Drewry. We operate Qinhuangdao Port, the world's largest coal port by throughput in 2012, which accounted for approximately 31.9% of the total volume of seaborne coal loaded by the coastal ports in China in the same year, according to Drewry. We are also one of the most important ore port operators in the Bohai Rim of China. We believe that we will grow into one of the leading integrated port operators in China in the next five years. Through increasing investment in port facilities and equipment to continually expand our throughput capacity, we are able to provide high-quality and highly efficient integrated port services, including stevedoring, stacking, warehousing, transportation and logistics, and handle various types of cargo including coal, metal ores, oil and liquefied chemicals, containers and general cargo.

We operate Qinhuangdao Port, terminals in Caofeidian Port through an associate company and terminals in Huanghua Port, all of which are located in the Bohai Rim. Qinhuangdao Port has over 100 years of operating history, while Caofeidian Port and Huanghua Port are undergoing significant development and experiencing rapid growth. We and our associate company operate a total of 62 berths and achieved total throughput of 309.94 million tonnes, 349.56 million tonnes, 336.07 million tonnes and 182.56 million tonnes, respectively, for the years ended December 31, 2010, 2011 and 2012, and the six months ended June 30, 2013. Building upon our extensive experience in port operations and successful consolidation of port resources in the Bohai Rim, we believe we are well positioned to benefit from the strong growth of the Chinese economy and, in particular, the economy of the Bohai Rim.

Qinhuangdao Port is the most important port-of-call for China's domestic coal trade and plays a pivotal role in coal transportation in China. China's coal resources are mainly located in north and west China, such as Inner Mongolia, Shanxi and Shaanxi provinces and mainly consumed in the economically developed coastal provinces in the south and east China. Generally speaking, coal produced in north and west China is first transported west to east by rail from coal mines to coastal ports and then north to south by sea to the southern regions. The Daqin Line is the most important railway line in China carrying coal from the western region to eastern region. Qinhuangdao Port is strategically located at the east end of, and is directly connected to, the Daqin Line, and therefore is the main port-of-call for coal transported through the Daqin Line. The port is also endowed with advantageous natural and geographical attributes. It is a natural deepwater port, ice-free and silt-free and is connected to several national highways.

Caofeidian Port is connected to the Daqin Line through the Qiancao Line. Tangshan Port (comprised of Jingtang Port and Caofeidian Port) is the second largest port-of-call for coal transported through the Daqin Line following Qinhuangdao Port. After the completion of the construction of the Mengji Line in 2014, Caofeidian Port is expected to be directly connected with Inner Mongolia, an important coal producing region in north China. The Mengji Line is expected to become one of the three major transportation arteries for the west-to-east coal transfer in China and thereby further consolidate the strategic position occupied by Caofeidian Port in the transportation of coal for domestic trade in China. Furthermore, Hebei Province is the largest iron and steel manufacturing base in China and accounted for approximately 24.8% of China's crude steel production in 2012, according to China Iron and Steel Association. The hinterland of Caofeidian Port is home to many leading steel producers in China. As such, Caofeidian Port is well positioned to benefit from the robust local demand for imported iron ore.

Huanghua Port is strategically located in close proximity to the economic hinterland comprising of central and south Hebei Province and northwest Shandong Province and is the preferred port-of-call for seaborne trade in the regions. It is also one of the most convenient and cost efficient sea access points in central and south Hebei Province and is expected to be developed into a major port-of-call for iron ores imported by steel producers in these regions, including Cangzhou, Xingtai and Handan in Hebei Province, among other places, and to become a major ore port in the Bohai Rim. The Hanhuang Line, currently under construction, is expected to be completed by 2014 and to directly connect Huanghua Port to coal mines and steel manufacturing bases in its hinterland and hence expected to bring a significant volume of coal and iron cargoes to Huanghua Port. In addition, Cangzhou is an important chemical production base in the Bohai Rim, which has a high demand for oil products. We plan to develop Huanghua Port into one of the largest integrated ports in the Bohai Rim.

We offer comprehensive and integrated port services to our customers to effectively meet their diverse transportation needs. We have highly efficient operations benefiting from our extensive experience in port operation and management and world-class port facilities and equipment. We also work closely with relevant railways, maritime bureaus and maritime pilot departments. Such integration promotes efficiency in operational control and allows seamless intermodal transits. We also offer value-added services, such as coal blending and providing an coal trading service platform, to further promote our capabilities in offering integrated and comprehensive services for coal transport. Our Qinhuangdao Coal Market is a comprehensive coal trading service platform and coal supply chain management service provider that integrates information exchange and logistics management with a focus on coal trading. The "Bohai-Rim Steam-Coal Price Index" reported by the Qinhuangdao Coal Market has served as a benchmark for price-setting in domestic coal trading in China and is becoming an important reference for international coal trading, according to Drewry. The coal spot trading service platform developed by the Qinhuangdao Coal Market is now an important service platform for coal trading among coastal ports for seaborne coal, according to Drewry, and has established a solid foundation for future integration of coal spot and futures trading and trading of related derivative products and the establishment of a market model integrating spot and futures trading.

We maintain long-term relationships with our major customers, which include Shenhua Group, China Coal Group, Datong Mine, Yitai Group, China Guodian Corporation, Zheneng Fuxing and Datang Group among other customers. We also jointly develop and operate terminals with certain major customers, thereby strengthening our relationship with them and securing stable supplies of cargo to such terminals from these customers. We also provide dedicated facilities such as stacking space, berths and related port facilities to certain major customers with whom we have long-term contracts to promote customer satisfaction and operational efficiency. Moreover, our existing shareholders include some of our important customers including Datong Mine and Shougang Group, as well as our key partners, Daqin Railway and China Shipping. We believe the fact that our important customers and partners have invested in and with us is an affirmation of our achievements and demonstrates their strong faith in our success and future growth.

We have achieved stable growth in the Track Record Period and plan to further consolidate our position as the largest independent port operator for major dry bulk cargo in the world. For the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, our total revenue was RMB5.11 billion, RMB5.73 billion, RMB6.25 billion and RMB3.39 billion, respectively. Our profit attributable to shareholders for the same periods was RMB1.10 billion, RMB1.06 billion, RMB1.40 billion and RMB1.20 billion, respectively. In January 2013, we received RMB294.84 million of government grant from the Cangzhou government as compensation for the business tax and surcharges and stamp duty paid by us in connection with the transfer of the Huanghua Port public infrastructure by Cangzhou Bohai to Cangzhou Port Group Ltd., a company affiliated with Cangzhou government, which tax and surcharges and stamp duty were incurred and recognized in November 2011 and February 2012, respectively. Such grant increased our other income and gains in our total income and consequently our profit attributable to shareholders for the six months ended June 30, 2013. Given its extraordinary and nonrecurring nature, the positive effect on our financial results for the six months ended June 30, 2013 may not be indicative of our future performance. See "Financial Information—Prepayments, Deposits, and Other Receivables" for more details.

SUMMARY FINANCIAL INFORMATION

The following summary historical consolidated statements of comprehensive income for the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2012 and 2013, and the summary historical consolidated statements of financial position as of December 31, 2010, 2011 and 2012 and June 30, 2013 set forth below have been derived from our consolidated financial statements set forth in the Accountants' Report included in Appendix I to this prospectus. You should read the summary historical financial information below in conjunction with our consolidated financial statements included in "Appendix I—Accountants' Report." Our consolidated financial statements have been prepared in accordance with IFRS.

Summary Consolidated Statements of Comprehensive Income

The table below sets forth is extracted from our consolidated statements of comprehensive income for the periods indicated:

	Year Ended December 31,			Six Months Ended June 30,	
	2010	**2011**	**2012**	**2012**	**2013**
	RMB'000	**RMB'000**	**RMB'000**	**RMB'000 (unaudited)**	**RMB'000**
REVENUE	5,109,548	5,734,310	6,250,162	3,020,374	3,386,526
Cost of sales	(3,158,540)	(3,254,410)	(3,536,081)	(1,623,184)	(1,860,196)
Gross profit	**1,951,008**	**2,479,900**	**2,714,081**	**1,397,190**	**1,526,330**
Other income and gains	19,344	56,354	125,416	120,001	369,477
Selling and distribution expenses	(896)	(1,941)	(496)	(24)	(15)
Administrative expenses	(543,843)	(605,462)	(741,148)	(336,201)	(359,700)
Other expenses	(18,062)	(400,416)	(168,466)	(154,277)	(25,432)
Finance costs	(156,459)	(208,906)	(259,209)	(117,974)	(144,514)
Share of profits and losses of:					
Associates	171,102	168,139	154,622	56,744	63,385
Joint Ventures	494	313	565	320	(46)
PROFIT BEFORE TAX	**1,422,688**	**1,487,981**	**1,825,365**	**965,779**	**1,429,485**
Income tax expense	(326,088)	(427,332)	(428,069)	(236,310)	(227,273)
PROFIT FOR THE YEAR/PERIOD	**1,096,600**	**1,060,649**	**1,397,296**	**729,469**	**1,202,212**

Revenue and throughput by Cargo Type

The following tables set forth the revenue and throughput generated from each type of cargo we serviced for the periods indicated:

	Year Ended December 31,						Six Months Ended June 30,	
	2010		2011		2012		2013	
	Revenue	Percentage of total revenue	Revenue	Percentage of total revenue	Revenue	Percentage of total revenue	Revenue	Percentage of total revenue
	(RMB'000)	(%)	(RMB'000)	(%)	(RMB'000)	(%)	(RMB'000)	(%)
Dry bulk[1]	4,485,781	87.79	5,111,270	89.13	5,580,911	89.29	3,067,769	90.59
Coal	4,278,900	83.74	5,003,611	87.25	5,310,414	84.96	2,669,601	78.83
Metal ore	206,881	4.05	107,659	1.88	270,497	4.33	398,168	11.76
Oil and liquefied chemicals	119,065	2.33	143,097	2.50	142,822	2.29	59,551	1.76
Container	61,546	1.20	85,720	1.49	77,429	1.24	41,743	1.23
General and other cargoes[3]	165,384	3.24	146,786	2.56	183,080	2.93	91,074	2.69
Others	277,772	5.44	247,437	4.32	265,920	4.25	126,389	3.73
Total	5,109,548	100.00	5,734,310	100.00	6,250,162	100.00	3,386,526	100.00

	Year Ended December 31,						Six Months Ended June 30,	
	2010		2011		2012		2013	
	Throughput	Percentage of Total Throughput	Throughput	Percentage of Total Throughput	Throughput	Percentage of Total Throughput	Throughput	Percentage of Total Throughput
	(Million tonnes)	(%)	(Million tonnes)	(%)	(Million tonnes)	(%)	(Million tonnes)	(%)
Dry bulk[1]	290.80	93.82	329.16	94.17	314.84	93.69	171.09	93.72
Coal	226.33	73.02	254.65	72.85	239.40	71.24	120.01	65.74
Metal ore	64.47	20.80	74.51	21.32	75.44	22.45	51.08	27.98
Oil and liquefied chemicals	8.48	2.74	9.20	2.63	9.07	2.70	3.98	2.18
Container[2]	4.85	1.56	6.41	1.83	5.56	1.65	3.73	2.04
General and other cargoes[3]	5.81	1.88	4.79	1.37	6.60	1.96	3.76	2.06
Total[4, 5]	309.94	100.00	349.56	100.00	336.07	100.00	182.56	100.00

1 The dry bulk cargoes we handle mainly consist of coal and metal ores.

2 Using "TEU" as the measuring unit, our throughput of containers are 340,000 TEUs, 430,000 TEUs, 394,000 TEUs and 264,000 TEUs for the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, respectively.

3 Other cargoes include grain, fertilizer and other general cargoes.

4 Throughput includes that of Caofeidian Shiye Port Company which is a non-consolidated associate company of, and 35% owned by, our Company. Our Company is the largest shareholder of Caofeidian Shiye Port Company. For the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, the throughput of terminals operated by Caofeidian Shiye Port Company in Caofeidian Port was 53.75 million tonnes, 70.10 million tonnes, 66.23 million tonnes and 36.32 million tonnes, respectively, in total; including 2.39 million tonnes, 1.98 million tonnes, 2.11 million tonnes and 1.41 million tonnes, respectively, for coal, 51.04 million tonnes, 67.64 million tonnes, 63.50 million tonnes and 34.91 million tonnes, respectively, for metal ores and 0.32 million tonnes, 0.48 million tonnes, 0.62 million tonnes and nil tonnes, respectively, for general cargo.

5 Our total throughput includes throughput of our subsidiary, Cangzhou Bohai, from October 1, 2012.

Revenue, Gross Profit and Throughput by Port

The following table sets forth the revenue and gross profit generated from each of Qinhuangdao Port and Huanghua Port for the periods indicated:

	Year Ended December 31,						Six Months Ended June 30,			
	2010		2011		2012		2012		2013	
	Revenue	Gross Profit	Revenue	Gross Profit	Revenue	Gross Profit	Revenue	Gross Profit	Revenue	Gross Profit
					(RMB'000)					
							(unaudited)			
Qinhuangdao Port	5,109,548	1,951,008	5,731,168	2,477,623	6,059,156	2,655,550	2,964,568	1,363,427	2,980,680	1,337,402
Huanghua Port	—	—	3,142	2,277	191,006	58,531	55,806	33,763	405,846	188,928
Total	5,109,548	1,951,008	5,734,310	2,479,900	6,250,162	2,714,081	3,020,374	1,397,190	3,386,526	1,526,330

We began to generate revenue from terminals in Huanghua Port through Cangzhou Bohai from October 2012. Before October 2012, our revenue from Huanghua Port was mainly derived from cargo tallying business operated by Cangzhou OSTC.

All of the terminals of Caofeidian Coal, our only consolidated subsidiary in Caofeidian Port, were under construction during the Track Record Period. Therefore, we did not generate any revenue from Caofeidian Port during the Track Record Period. Our income from Caofeidian Port during the Track Record Period was mainly derived from Caofeidian Shiye Port Company, our associate company in which we hold 35% equity interest as its largest shareholder. Our share of profits from Caofeidian Shiye Port Company was RMB170.12 million, RMB166.47 million and RMB154.27 million, respectively, for the years ended December 31, 2010, 2011 and 2012. For the six months ended June 30, 2013, our share of profits from Caofeidian Shiye Port Company was RMB63.31 million.

The following table sets forth the throughput generated from each of Qinhuangdao Port, Caofeidian Port and Huanghua Port for the periods indicated:

	Year Ended December 31,						Six Months Ended June 30,	
	2010		2011		2012		2013	
	Throughput	Percentage of Throughput	Throughput	Percentage of Throughput	Throughput	Percentage of Throughput	Throughput	Percentage of Throughput
	(Million tonnes)	(%)	(Million tonnes)	(%)	(Million tonnes)	(%)	(Million tonnes)	(%)
Qinhuangdao Port[1]	256.19	82.66	279.46	79.95	262.59	78.13	130.20	71.32
Caofeidian Port[2]	53.75	17.34	70.10	20.05	66.23	19.71	36.32	19.89
Huanghua Port[3]	—	—	—	—	7.25	2.16	16.04	8.79
Total	309.94	100.00	349.56	100.00	336.07	100.00	182.56	100.00

1. Includes container throughput. Using "TEU" as the measuring unit, our throughput of containers in Qinhuangdao Port are 340,000 TEUs, 430,000 TEUs, 344,000 TEUs and 173,000 TEUs for the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, respectively.

2. Representing throughput from Caofeidian Shiye Port Company, our associate company in which we hold 35% equity interest as its largest shareholder.

3. Includes container throughput. Using "TEU" as the measuring unit, our throughput of containers in Huanghua Port are 50,000 TEUs and 91,000 TEUs for the year ended December 31, 2012 and the six months ended June 30, 2013, respectively. Our throughput also includes throughput of our subsidiary, Cangzhou Bohai, from October 1, 2012.

Summary Consolidated Statements of Financial Position

The table below sets forth is extracted from our consolidated statements of financial position as of the dates indicated:

	As of December 31,			As of June 30,
	2010	2011	2012	2013
		(RMB'000)		
Assets				
Non-current assets	19,884,362	16,029,725	19,012,115	20,266,099
Current assets	1,570,506	7,740,424	4,191,953	3,186,701
Total assets	21,454,868	23,770,149	23,204,068	23,452,800
Equity and liabilities				
Non-current liabilities	6,723,445	6,749,083	7,580,620	7,866,566
Current liabilities	6,830,863	7,611,282	5,193,923	5,044,622
Total equity	7,900,560	9,409,784	10,429,525	10,541,612
Equity attributable to owners of the parent	7,182,771	8,269,897	9,273,713	9,370,893
Non-controlling interests	717,789	1,139,887	1,155,812	1,170,719
Total equity and liabilities	21,454,868	23,770,149	23,204,068	23,452,800

Summary Consolidated Statements of Cash Flows

The table below sets forth is extracted from our consolidated statements of cash flows for the periods indicated:

	Year Ended December 31,			Six Months Ended June 30,	
	2010	2011	2012	2012	2013
			(RMB'000)		
				(unaudited)	
Net cash generated from operating activities	2,182,984	2,366,767	2,171,665	939,096	1,402,568
Net cash (used in)/generated from investing activities	(3,393,095)	838,370	(2,470,774)	(1,323,816)	(1,170,696)
Net cash generated from/(used in) financing activities	801,760	1,212,562	(1,870,275)	(1,613,470)	(1,180,949)
Net (decrease)/increase in cash and cash equivalents	(408,351)	4,417,699	(2,169,384)	(1,998,190)	(949,077)
Cash and cash equivalents at the beginning of the year/period	1,496,923	1,088,572	5,506,271	5,506,271	3,336,887
Cash and cash equivalents at the end of the year/period	1,088,572	5,506,271	3,336,887	3,508,081	2,387,810

Net Current Liabilities, Indebtedness and Gearing Ratio

As of December 31, 2010, 2011 and 2012 and June 30, 2013, we recorded net current liabilities of RMB5,260.36 million, net current assets of RMB129.14 million, net current liabilities of RMB1,001.97 million and net current liabilities of RMB1,857.92 million, respectively. Our net current liabilities as of December 31, 2010 and 2012 and June 30, 2013 were mainly attributable to our development projects in Huanghua Port and Caofeidian Port, which reduced our cash and cash equivalents, increased our bank borrowings and our payables in connection with these development projects, and declarations of cash dividends during the relevant periods. See also "Financial Information—Current Assets/Liabilities and Working Capital" for detailed information of the net current liabilities and assets positions during the Track Record Period.

We had high levels of indebtedness during the Track Record Period primarily due to the construction projects in Huanghua Port and Caofeidian Port. As of December 31, 2010, 2011 and 2012 and June 30, 2013, the balance of our total interest bearing borrowings was RMB9,216.50 million, RMB10,716.73 million, RMB9,919.61 million and RMB10,127.30 million, respectively, and our gearing ratio, which represents the result of total borrowings divided by total equity at the end of the respective period, was 116.66%, 113.89%, 95.11% and 96.07%, respectively.

The following table sets forth the effective interest rate range of our bank borrowings during the Track Record Period:

	Year Ended December 31,			Six Months Ended June 30,
	2010	2011	2012	2013
Effective interest rate range (%)	4.44 to 5.76	4.13 to 7.59	4.86 to 7.59	5.40 to 7.05

Significant Non-Recurring Items

Construction Projects in Huanghua Port and Caofeidian Port

We incurred significant capital expenditures in connection with our construction projects in Huanghua Port and Caofeidian Port during the Track Record Period, which represent the cash amounts we paid for the acquisition of property, plant and equipment and intangible assets after deducting capitalized interests. For the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, we incurred capital expenditure of RMB1,974.25 million, RMB1,578.51 million, RMB2,122.87 million and RMB710.22 million, respectively, for the construction in Huanghua Port, including the Huanghua Port public infrastructure and bulk, general bulk and multi-purpose terminals, other equipments and intangible assets, which were all investments by Cangzhou Bohai. We began to generate revenue from terminals in Huanghua Port from October 2012.

We have five coal berths under construction in Caofeidian Port coal terminal, which were investments by Caofeidian Coal, and the construction is expected to be completed in 2014. For the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, we incurred capital expenditure of RMB937.28 million, RMB1,011.30 million, RMB861.37 million and RMB125.82 million, respectively, for the Caofeidian Port coal terminal and the related equipments and intangible assets.

We plan to develop two ore berths in the Huanghua Port ore terminal, which are investments by Cangzhou Mineral, and the construction is expected to be completed in 2014. We have begun the preparation work for the construction of the Huanghua Port ore terminal, and incurred capital expenditure of RMB185.51 million and RMB742.45 million, respectively, for the year ended December 31, 2012 and the six months ended June 30, 2013.

Estimated Expenditure of Planned Construction and Renovation Projects

The total amount of capital expenditure we expect to incur after the Latest Practicable Date for our ongoing and currently planned construction and renovation projects in Qinhuangdao Port, Huanghua Port and Caofeidian Port was approximately RMB6.36 billion, which we expect to fund with cash generated from our operating activities, bank borrowings and the net proceeds received by us from the Global Offering.

2013 Government Grant

In January 2013, we received a government grant of RMB294.84 million from the Cangzhou government as its compensation to us for the business tax and surcharges of RMB292.23 million and the stamp duty of RMB2.61 million paid by us in connection with the transfer of the Huanghua Port public infrastructure by Cangzhou Bohai to Cangzhou Port Group Ltd., a company affiliated with Cangzhou government, which tax and surcharges and stamp duty were not covered in the transfer proceeds payable by Cangzhou Port Group Ltd. The grant is unconditional and we are not aware of any events or conditions that may cause us to return such grant. We deem such government grant as one-off income and do not expect to receive government grants in the same or similar nature in the future. See "Financial Information — Prepayments, Deposits, and Other Receivables" for more details of the transfer of the Huanghua Port public infrastructure.

Transfer of the Huanghua Port Public Infrastructure

In April 2011, Cangzhou Bohai entered into an agreement with Cangzhou Port Group Company Ltd., a company affiliated with Cangzhou government, in connection with the transfer of the Huanghua Port public infrastructure, which was constructed by Cangzhou Bohai and had a carrying amount of RMB5,218.45 million, to Cangzhou Port Group Company Ltd. for a total consideration of RMB5,218.45 million based on the carrying value of the asset. The Group transferred the ownership of the Huanghua Port public infrastructure to Cangzhou Port Group Company Ltd. pursuant to the relevant government policies to build Huanghua Port into a landlord port with respect to which the local port authority acts as the regulatory body and landlord, while port operations, especially cargo handling, are carried out by the Group. The transfer was recorded as a disposal of items of property, plant and equipment in 2011. In addition, the Group made a provision of RMB292.23 million for applicable business tax and surcharges on the proceeds from transfer of Huanghua Port public infrastructure, which was recorded in the loss on disposal of items of property, plant and equipment in 2011 as these taxes and surcharges were not covered by the transfer proceeds from Cangzhou Port Group Ltd. Such business tax and surcharges were fully paid in 2012.

In 2012, we paid dredging costs of RMB150.00 million and stamp duty of RMB2.61 million in connection with the transfer of Huanghua Port public infrastructure to Cangzhou Port Group Company Ltd., which was recorded as a loss on disposal of items of property, plant and equipment in 2012 as such payment was also not covered by the transfer proceeds paid to us by Cangzhou Port Group Company Ltd.

In January 2013, we received a government grant of RMB294.84 million from the Cangzhou government as compensation for the business tax and surcharges of RMB292.23 million and the stamp duty of RMB2.61 million paid by us in connection with the transfer of the Huanghua Port public infrastructure to Cangzhou Port Group Company Ltd., which was recorded as other income for the six months ended June 30, 2013.

All the transfer proceeds were settled in cash by Cangzhou Port Group Company Ltd. over time and have been fully settled as of June 30, 2013. See "Financial Information — Prepayments, Deposits, and Other Receivables" for more details of the transfer of the Huanghua Port public infrastructure.

2013 Environmental Protection Plan

We incurred RMB13.99 million, RMB41.79 million, RMB52.55 million and RMB7.53 million as environmental protection expenditures in each of the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, respectively. We plan to increase our environmental protection expenditure to approximately RMB158 million under our 2013 environmental protection plan. We do not expect our planned expenditure for environmental protection for 2013, which is to be funded with cash generated from our operating activities and special grants for environmental protection provided by the Qinhuangdao City government, to have a material impact on our operations or financial conditions. If we are to apply for special grants from Qinhuangdao City government for certain projects, according to the applicable regulations and requirements, the following main conditions and procedures apply to such grants: (1) the project is designed for pollution control (such as dust-proof environmental protection construction) and is included in the capital investment plans of the Company; (2) the implementation plan of the project shall be submitted to the Environmental Protection Bureau of Qinhuangdao City and the preliminary approval regarding selected environmental protection funds shall be received by applicant; (3) all financial documents, accounts and contracts of the proposed project required for approval are complete; (4) after completion, the settlement report of the applicable construction project shall be submitted to Environmental Protection Bureau of Qinhuangdao City and the project shall subsequently pass the assessment conducted by professional agents assigned by the government authority; (5) the project has further passed the inspection jointly conducted by the Environmental Protection Bureau and Financial Bureau of Qinhuangdao City. Regarding those projects for which we have submitted applications of special grants in accordance with the above conditions, we believe we have satisfied or shall satisfy all of the conditions and expect to receive special grants from Qinhuangdao government in the amount of approximately RMB20 million by the end of 2013, subject to the government's final approval.

COMPETITIVE STRENGTHS

We believe that our historical success and future prospects are attributable to the following competitive strengths:

- Being the world's largest coal port and the major hub connecting China's most important coal transportation arteries, Qinhuangdao Port is of strategic importance to the nation's economy.

- We have successfully consolidated port resources in the Bohai Rim, which has enabled us to expand our hinterland, realize synergies across ports and diversify our cargo mix and is expected to drive our future growth.

- We believe we will continue to benefit from the fast growth of the China's economy and the economy of the Bohai Rim.

- Our ports are endowed with advantageous natural and geographical attributes and enjoy high accessibility.

- We have established long-term relationships with our major customers.

- We have specialized and efficient business management and operating systems.

- We offer integrated and comprehensive port services and other value-added services to our customers.

- We have an experienced and stable management team and well-trained employees.

BUSINESS STRATEGIES

- Develop our Group into a world leading integrated port operator and strengthen our leading position as the world's largest independent port operator for major dry bulk cargo.

- Continue to enhance our port logistical service capabilities and develop our Group into a world leading provider of comprehensive logistical services.

- Develop a comprehensive and specialized nationwide bulk commodity trading platform focused on coal and ore.

- Continue to strengthen relationships with our customers and partners to achieve mutual development.

- Continue to focus on research and development and human resource development to enhance our operational efficiency and core competitive strengths.
- Building upon our operations in the Bohai Rim, pursue suitable acquisition opportunities in China and abroad to extend our leading competitive operation.
- Continue to promote our international brand name.

COMPETITION

As inland transportation costs represent a significant portion of the total transportation costs of dry bulk cargoes, the main type of cargo handled by us, customers are highly sensitive to such costs and tend to transit their cargo at the port that is closest in distance to the originating place or destination of their cargo. Therefore, our competition tends to arise from the other port operators in the Bohai Rim. The other important factors considered by the customers in making choices among ports that are in close proximity to one another include throughput capacity, service quality and efficiency as well as natural characteristics such as the ability to berth vessels of required sizes.

Qinhuangdao Port, which we operate, is the world's largest coal port by throughput in 2012, according to Drewry. We are also constructing five coal berths in Caofeidian Port. Our main competitors for coal cargo are operators of coal terminals in Huanghua Port, Tangshan Port and Tianjin Port. We believe that our position as the market leader in coal handling services is not easily challenged given our distinct competitive advantage in scale.

Even though there are a number of ore terminals in the Bohai Rim, our main competitors are the neighboring ore terminal operators due to the fact that inland transportation distance and costs are key factors considered by steel producers in choosing the port for transiting imported ore cargo. The main competitors for our ore operations in Qinhuangdao Port and Caofeidian Port are operators of Tianjin Port and Jingtang Port and other operators in Caofeidian Port. The main competitors for our ore operations in Huanghua Port are operators of Qingdao Port, Rizhao Port and Tianjin Port. Caofeidian Shiye Port Company is the largest operator of iron ore terminals in Caofeidian Port by throughput in 2012, according to Drewry. We believe that once our ore berths in Huanghua Port are completed and commence operations, we will be able to further attract ore cargo flow from Cangzhou and central and south Hebei Province and obtain a leading position in ore service in the Bohai Rim.

The major oil and liquefied chemical ports in the Bohai Rim are Dalian Port, Qingdao Port and Tianjin Port. We operate the oil and liquefied chemical terminals in Qinhuangdao Port. Our pipelines are directly connected to the pipelines of Daqing Oilfield, the largest oilfield in China and our major customer for oil and liquefied chemicals. As oil and liquefied chemicals are transported via pipelines, the opportunity costs for customers to switch to another port are relatively high, and the customer base in this field tends to be relatively stable. We enjoy long and stable relationships with our customers for oil and liquefied chemicals. We plan to further develop integrated port facilities for handling oil and liquefied cargoes and promote our competitiveness in handling liquid bulk cargo.

The major container ports in the Bohai Rim include Qingdao Port, Tianjin Port, Dalian Port and Yingkou Port. Although containers currently account for a relatively small portion of our cargo handling services, we plan to rapidly grow our container business and grow our Group into a major container port operator in the Bohai Rim.

GLOBAL OFFERING STATISTICS

The statistics in the following table are based on the assumptions that (i) the Global Offering is completed and 829,853,000 H Shares are issued and sold in the Global Offering, (ii) the Over-allotment Option is not exercised, and (iii) 5,029,412,000 Shares are issued and outstanding following the completion of the Global Offering:

	Based on an Indicative Offer Price of HK$5.25 per H Share	Based on an Indicative Offer Price of HK$6.70 per H Share
Market capitalization of the Shares (in millions)	HK$26,404.41	HK$33,697.06
Unaudited pro forma adjusted consolidated net tangible assets per Share	HK$ 3.07	HK$ 3.28

USE OF PROCEEDS

We estimate that the net proceeds we will receive from the Global Offering (after deducting the underwriting commissions, fees and anticipated expenses in connection with the Global Offering) will be approximately HK$4,257.32 million, assuming the Over-allotment Option is not exercised and assuming an Offer Price of HK$5.98 per H Share, being the approximate mid-point of the Offer Price range of HK$5.25 to HK$6.70 per H Share as stated in this prospectus. We will not receive any proceeds from the sale of the Sale Shares by the Selling Shareholders.

We currently intend to apply these net proceeds to the following purposes, assuming the Over-allotment Option is not exercised:

- approximately HK$51.24 million to the procurement of stackers for coal handling services in Qinhuangdao Port;
- approximately HK$11.39 million to the procurement of diesel locomotives; and
- the remainder of the net proceeds as follows (the "Remaining Proceed Uses"):
    - approximately 65%, or HK$2,726.55 million, to the construction of two 200,000 tonne-level ore berths in the bulk cargo area of Huanghua Port. The total expected expenditure for the project is approximately RMB5.25 billion. We have begun the preparation work of this project, and the project is expected to be completed by 2014;
    - approximately 25%, or HK$1,048.67 million, to repayment of bank loans; and
    - approximately 10%, or HK$419.47 million, to working capital and other general corporate purposes.

As of the date of this prospectus, the interest rates applicable to the bank loans to be repaid range from 5.40% to 6%. After giving effect to the repayment of RMB828.45 million (HK$1,048.67 million) of our bank loans as indicated above, we would have RMB9,298.85 million of bank loans outstanding. We intend to first repay loans that have earlier maturities.

If the Over-allotment Option is exercised in full, we estimate that we will receive additional net proceeds of approximately HK$652.96 million (after deducting underwriting commissions, fees and other relevant expenses payable by us in connection with the Global Offering), assuming an Offer Price of HK$5.98 per H Share, being the approximate mid-point of the Offer Price range of HK$5.25 to HK$6.70 per H Share.

If the Offer Price is set at HK$6.70 per H Share (being the high end of the Offer Price range), and assuming that the Over-allotment Option is not exercised, the net proceeds from the Global Offering will increase by approximately HK$524.12 million. If the Offer Price is set at HK$5.25 per H Share (being the low end of the Offer Price range), and assuming that the Over-allotment Option is not exercised, the net proceeds from the Global Offering will decrease by approximately HK$531.40 million.

We will adjust the allocation of the net proceeds among the Remaining Proceed Uses on a pro rata basis should the amount of proceeds received differ from the estimated amount due to the Offer Price being different from the estimate and/or the exercise of any Over-allotment Option.

To the extent that the net proceeds are not immediately applied to the above purposes, we intend to place the funds into short-term deposits with banks or financial institutions in Hong Kong or the PRC as permitted by the relevant laws and regulations. We will comply with the PRC laws relating to foreign exchange registration and proceeds remittance.

For details of our future plans and use of proceeds, see the section headed "Future Plans and Use of Proceeds" in this prospectus.

DIVIDEND POLICY AND DISTRIBUTION PRIOR TO THE LISTING

We may declare and pay dividends in cash or by other means that we consider appropriate in the future. Distribution of dividends shall be formulated by our Board at their discretion and will be subject to Shareholders' approval. For the three years ended December 31, 2010, 2011 and 2012, the dividends distributed by us were RMB601.49 million, RMB405.34 million and RMB2,180.26 million, respectively. We did not distribute any dividend for the six months ended June 30, 2013. In the future, we expect to distribute no less than 40% of our annual distributable net profits as dividends. There is, however, no assurance that we will be able to distribute dividends of such amount or any amount each year or in any year. In addition, declaration and/or payment of dividends may be limited by legal restrictions and/or by financing arrangements that we may enter into in the future. Please refer to the sub-section headed "Financial Information — Dividend Policy" in this prospectus for further details.

OUR CONTROLLING SHAREHOLDER

As of the Latest Practicable Date, HPG, the principal Promoter of our Company, is interested in approximately 73.94% of our issued share capital. Immediately following completion of the Global Offering, assuming the Over-allotment Option is not exercised, HPG will be interested in approximately 61.72% of our enlarged issued share capital (or 60.20% if the Over-allotment Option is fully exercised). As a result, HPG will continue to be the Controlling Shareholder after completion of the Global Offering.

Our Company was established on March 31, 2008, pursuant to the approvals issued by the People's Government of Hebei Province on February 28, 2008 and Hebei SASAC on March 26, 2008, respectively. QPG, the principal Promoter, was authorized to establish our Company by way of injection of its core port business and assets together with nine other Promoters, namely, Qinhuangdao Industrial, Hebei Communications, Daqin Railway, China Shipping, China Life Investment, Shougang Group, Beijing Enterprises, Datong Mine and Hebei SA Holdings by way of capital injection. At the time of our establishment, the registered capital of our Company was RMB4.275 billion, consisting of 4,275,000,000 Shares with a nominal value of RMB1.00 each. QPG, Qinhuangdao Industrial, Hebei Construction and Hebei SA Holdings held approximately 82.75%, 5.63%, 5.06% and 0.56% equity interest in our Company, respectively and the other six Shareholders, namely, Daqin Railway, China Shipping, China Life Investment, Shougang Group, Beijing Enterprises and Datong Mine, each held 1% equity interest in our Company. For further details, please refer to the section headed "History, Reorganization and Corporate Structure — Background of and Changes Relating to Our Existing Shareholders" in this prospectus.

Upon completion of the Reorganization, other than the interest in our Group and the Excluded Business Interests (for the definition of the Excluded Business Interest, please refer to the section headed "Relationship with the Controlling Shareholder — Excluded Business Interests" in this prospectus), QPG, the Controlling Shareholder, retained all other assets which are not material to our Core Business. For details of the principal businesses of the Controlling Shareholder, please refer to "Relationship with the Controlling Shareholder — Delineation of Business — The Principal Business of the Controlling Shareholder".

As the scope of business between our Core Business and that of the Controlling Shareholder are different (except for the Excluded Business Interests which, in our Directors' view, does not compete with us), there is no other material business retained or operated by the Controlling Shareholder, which competes or is likely to compete with our Core Business.

Our Group has entered into certain continuing connected transactions with the Controlling Shareholder. Despite the continuation of the connected transactions, we have been and will continue to function and operate independently from the Controlling Shareholder and/or its subsidiaries for the reasons set out in "Relationship with the Controlling Shareholder — Independence from the Controlling Shareholder".

In addition, under the Non-Competition Agreement and Undertaking, the Controlling Shareholder has agreed not to engage in any other new business that competes, or is likely to compete, directly or indirectly, with our Core Business. We were also granted options for new business opportunities relating to any of our Core Business, as well as options and pre-emptive rights to acquire new business opportunities by the Controlling Shareholder. For details, please see "Relationship with the Controlling Shareholder — Non-Competition Agreement and Undertaking by the Controlling Shareholder."

RISK FACTORS

There are certain risks involved in our operations, some of which are beyond our control. These risks can be broadly categorized into: (i) risks relating to our business and our industry, including without limitation, risk that any significant decrease in demand for domestically produced coal may have a material adverse impact on our business operations and financial position; (ii) risks relating to doing business in the PRC, including without limitation, risk that any changes in the economic, political or social conditions in the PRC and policies adopted by the PRC government could materially and adversely affect our business; and (iii) risks relating to the Global Offering. Potential investors in our H Shares should consider carefully all the information set forth in this prospectus and, in particular, the section headed "Risk Factors" in connection with an investment in us. For more details regarding the risks involved, please refer to the section headed "Risk Factors" in this prospectus.

QINHUANGDAO PORT WESTERN ZONE RELOCATION

As part of city planning, the governments of Hebei Province and Qinhuangdao City are in the process of adopting measures to upgrade the shoreline of Qinhuangdao City. According to the governments of Hebei Province and Qinhuangdao City, one of the structural changes to Qinhuangdao City under the plan involves the relocation of our port operations in the western zone of Qinhuangdao Port and the subsequent construction of new berths in the eastern zone of Qinhuangdao Port. The relocation is not a standalone project, and is closely connected to the overall city planning and development timeline. Hence, the relocation is scheduled for completion by 2020. In connection with the relocation plans, three of our coal berths in the western zone have stopped ship loading operations as of the Latest Practicable Date.

Only our coal berths in the western zone have ceased operation, and our general cargo berths and container berths are still operating. The operations in other berths in the western zone are expected to relocate only after the completion of the construction of the new port area in the eastern zone. Our operation in Qinhuangdao Port is concentrated in the eastern zone, and our operations in the western zone had a throughput of 17.73 million tonnes for 2012, accounting for only 5.28% of the total throughput for the year. Given that some of the basic infrastructure in the western zone has become obsolete and the physical constraints the western zone faces for further development, we believe that the relocation, which could have a short-term impact on our business, is beneficial to our long-term development. See also "Business — Qinhuangdao Port — Western Zone Relocation."

OUR TRADE RECEIVABLES

We are not aware of any of our customers that are experiencing financing difficulties subsequent to the Track Record Period. Moreover, up to the Latest Practicable Date, we have not experienced any general slowdown in the settlement of trade receivables. Our trade receivables decreased by RMB15.60 million from RMB218.23 million as of June 30, 2013 to RMB202.63 million as of the Indebtedness Date as one customer with whom we have outstanding trade receivables paid us RMB40 million in the form of bank's acceptance bill, resulting in an increase in our bill receivable and a corresponding decrease in our trade receivable, which was partially offset by new trade receivables incurred in connection with our normal settlement process in our operations. Please refer to "Financial Information — Current Assets/Liabilities and Working Capital" for further details of our current assets and current liabilities.

To ensure collectability of our trade receivables, we have implemented the following measures:

- Perform aging analysis of the trade receivables accounts;
- Hold periodic review meetings to review the trade receivables accounts; and
- Assign dedicated account managers to follow each top trade receivables account.

See also "Risk Factor — If we are unable to collect a large amount of other receivables or accounts receivables, our business operations may be adversely affect."

LISTING EXPENSES

We did not incur any listing expenses during the Track Record Period. We expect to incur listing expenses (including underwriting commissions and fees) amounting to approximately HK$254.07 million, assuming an Offer Price of HK$5.98 per H Share, being the approximate mid-point of the stated range of the Offer Price of between HK$5.25 per H Share and HK$6.70 per H Share, in the second half of 2013. See "Underwriting — Underwriting Arrangements and Expenses." Our Directors do not expect such expenses to have a material adverse effect on our financial results for the year ending December 31, 2013.

RECENT DEVELOPMENTS

Based on our unaudited management accounts, as of September 30, 2013, we had total current assets of RMB3,517.18 million and total current liabilities of RMB6,447.65 million. Our net current liabilities increased from RMB1,857.92 million as of June 30, 2013 to RMB2,930.46 million as of the Indebtedness Date, mainly attributable to an increase in our short-term bank borrowings by RMB1,057.20 million from June 30, 2013 to the Indebtedness Date. The proceeds from such additional short-term borrowings were intended to be used for working capital or replacing existing loans. Our prepayments, deposits and other receivables decreased from RMB191.68 million as of June 30, 2013 to RMB68.90 million as of the Indebtedness Date mainly because we received a dividend of RMB133 million from our associate company, Caofeidian Shiye Port Company, resulting in a corresponding decrease in dividend receivables. Our trade receivables decreased by RMB15.60 million from RMB218.23 million as of June 30, 2013 to RMB202.63 million as of the Indebtedness Date as one customer with whom we have outstanding trade receivables paid us RMB40 million in the form of bank's acceptance bill, resulting in an increase in our bill receivable and a corresponding decrease in our trade receivable, which was partially offset by new trade receivables incurred in connection with our normal settlement process in our operations. Please refer to "Financial Information — Current Assets/Liabilities and Working Capital" for further details of our current assets and current liabilities.

As of the Latest Practicable Date, there had been no material adverse change in our financial or trading position, gross profit margin, revenue or throughput since June 30, 2013 and no event had occurred since June 30, 2013 that would materially and adversely affect the information in Accountants' Report set out in Appendix I.