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# 中國基建港口有限公司\*

## CIG Yangtze Ports PLC

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8233)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of the shareholders of CIG Yangtze Ports PLC (the “Company”) will be held at Unit A, 29/F, Admiralty Centre I, 18 Harcourt Road, Admiralty, Hong Kong on Tuesday, 15 November 2011 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution of the Company:

#### ORDINARY RESOLUTION

1. **“THAT**, subject to the consent of the Executive Director of Corporate Finance Division of the Securities and Futures Commission of Hong Kong (or any delegate of the Executive Director) pursuant to Rule 25 of the Takeovers Code with respect to special deal and any conditions that may be imposed thereon,
  - (a) the entering into of a service agreement (the “Service Agreement”, substantially in the form as produced to the EGM marked “A” and initialed by the Chairman of the EGM for the purpose of identification) between the Company and an existing sole executive director, Mr. Chow Kwong Fai, Edward, in relation to his appointment as a consultant of the Company for a term of two years commencing from the date of the Service Agreement with a monthly fee of HK\$150,000 and an additional payment of HK\$150,000 on each anniversary of his commencement of service as consultant be and are hereby confirmed and approved;
  - (b) any one or more of the directors of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents as he/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to any of the matters relating to, or incidental to, the Service Agreement.”

By order of the Board of  
**CIG Yangtze Ports PLC**  
**Ivan Cheung**  
*Company Secretary*

Hong Kong, 31 October 2011

*Notes:*

1. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy need not be a member of the Company.
2. Where there are joint registered holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto; but if more than one of such holders be present at the EGM, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereto.
3. A form of proxy for the EGM is enclosed herewith.
4. In order to be valid, a form of proxy must be deposited by hand or by post at Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or attorney, not less than 48 hours before the time appointed for holding the EGM.
5. Shareholders or their proxies shall produce their identity documents when attending the EGM.
6. Shareholders or proxies attending the EGM should state clearly, in respect of each resolution requiring a vote, whether they are voting for or against the resolution. Abstention votes will not be regarded by the Company as having voting rights for the purpose of vote counts.
7. Voting on the ordinary resolution at the EGM will be conducted by way of poll.

*As at the date hereof, the Board comprises an executive director namely Mr. Chow Kwong Fai, Edward, three non-executive directors namely Mr. Wong Yuet Leung, Frankie, Mr. Lee Jor Hung, Dannis and Mr. Goh Pek Yang, Michael and three independent non-executive directors namely Mr. Lee Kang Bor, Thomas, Dr. Wong Tin Yau, Kelvin and Mr. Fan Chun Wah, Andrew.*

*This announcement, for which the directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page and the website of the Company at <http://www.cigyangtzeports.com> for at least seven days from the day of its posting.*

*\* For identification purpose only*