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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)

(Stock Code: 3369)

**RESIGNATION OF EXECUTIVE DIRECTOR, GENERAL MANAGER;
MEMBER OF REMUNERATION AND APPRAISAL COMMITTEE AND
STRATEGY COMMITTEE**

The board of directors (the “**Board**”) of Qinhuangdao Port Co., Ltd.* (the “**Company**”) announces that Mr. TIAN Yunshan (“**Mr. TIAN**”) has resigned from the positions as executive director and general manager of the Company due to the change of his work commitment. At the same time, Mr. TIAN will also cease to act as a member of the Remuneration and Appraisal Committee and the Strategy Committee of the Company with effect from 28 February 2017. Before the Board appoints a new general manager, Mr. CAO Ziyu, the chairman of the Company, will temporarily perform the duties as the general manager. The Company will select and appoint a new general manager of the Company in accordance with applicable legal procedures as soon as possible.

After the resignation of Mr. TIAN, the number of members of the Remuneration and Appraisal Committee will be reduced from three to two, and is therefore unable to meet the requirements set out in the terms of reference of the Remuneration and Appraisal Committee (the “**Terms of Reference**”). In order to meet the requirements of the Terms of Reference, the Company is currently aiming to appoint a new member of the Remuneration and Appraisal Committee as soon as practicable.

Mr. TIAN confirms that he has no disagreement with the Board and the management as at the date of this announcement and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. TIAN for his significant and valuable contributions made to the Company during his term of office.

By order of the Board
Qinhuangdao Port Co., Ltd.*
CAO Ziyu
Chairman

Qinhuangdao, Hebei Province, the PRC
28 February 2017

As at the date of this announcement, the executive directors of the Company are CAO Ziyu, WANG Lubiao and MA Xiping; the non-executive directors of the Company are LI Jianping and MI Xianwei; and the independent non-executive directors of the Company are LI Man Choi, ZHAO Zhen, ZANG Xiuqing and HOU Shujun.

* For identification purpose only