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廈門國際港務股份有限公司  
**XIAMEN INTERNATIONAL PORT CO., LTD\***

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 3378)**

**POLL RESULTS OF THE AGM  
HELD ON 15 JUNE 2018 AND PAYMENT OF 2017 FINAL DIVIDEND**

The Board is pleased to announce that all the resolutions as set out in the notice and the supplemental notice of AGM were duly passed at the AGM held on 15 June 2018.

The Company will distribute a final dividend of RMB0.035 per Share (tax inclusive) for the year ended 31 December 2017 to all Shareholders whose names appeared on the Registers of Members of the Company on 27 June 2018 and the amount of final dividend payable per H Share will be HK\$ 0.0429 (tax inclusive).

Reference is made to the circular (the “**Circular**”) and the notice of AGM and the supplemental circular (the “**Supplemental Circular**”) and the supplemental notice of AGM of Xiamen International Port Co., Ltd (the “**Company**”) dated 27 April 2018 and 18 May 2018 respectively. Terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular unless otherwise defined herein.

**Poll Results of the AGM**

The 2017 AGM was held at 9:00 a.m. on Friday, 15 June 2018 at 23rd Floor, Conference Room, No. 31 Donggang North Road, Xiamen, the PRC. The AGM was conducted by way of poll on all the proposed resolutions.

The total number of issued Shares of the Company entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM was 2,726,200,000 Shares as at the date of the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. In addition, none of the Shareholders entitled to attend the AGM was required to abstain from voting in favour of the resolutions proposed at the AGM, and no Shareholder was required to abstain from voting on the resolutions proposed at the AGM. The Shareholders and authorized proxies holding an aggregate of 1,904,454,293 Shares with voting rights were present at the AGM, representing 69.86% of the total Shares with voting rights of the Company. The AGM was duly convened in compliance with the requirements of Company Law of the PRC and the provisions of the Articles of Association. The AGM was chaired by Mr. Cai Liqun, Chairman of the Company.

The poll results in respect of the resolutions proposed at the AGM are set out as follows:

| Ordinary Resolutions  |  | Number of Votes (%)         |                         | Total Number of Votes Cast |
|---|--|-----------------------------|-------------------------|----------------------------|
|   |  | For                         | Against                 |                            |
| 1   | To consider and approve the report of the board of directors of the Company for the year ended 31 December 2017.   | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293              |
| As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. |  |                             |                         |                            |
| 2   | To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2017.  | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293              |
| As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. |  |                             |                         |                            |
| 3   | To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2017.  | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293              |
| As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. |  |                             |                         |                            |
| 4   | To consider and approve the profit distribution plan of the Company and the declaration of a final dividend of RMB0.035 per share (tax inclusive) for the year ended 31 December 2017.   | 1,899,484,293<br>( 99.74% ) | 4,970,000<br>( 0.26% )  | 1,904,454,293              |
| As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. |  |                             |                         |                            |
| 5   | To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the PRC auditors and PricewaterhouseCoopers as the international auditors of the Company to hold office until the conclusion of the next annual general meeting, and to authorise the Board to fix their remunerations. | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293              |
| As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. |  |                             |                         |                            |
| 6   | To consider and approve the remunerations of the directors and supervisors of the Company for the year ended 31 December 2017.   | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293              |

|   |   |                             |                         |                                   |
|---|---|-----------------------------|-------------------------|-----------------------------------|
|   | As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.   |                             |                         |                                   |
| 7 | To elect and appoint Ms. Miao Luping as a non-executive director of the fifth session of the Board of the Company for a period commencing immediately after the conclusion of the AGM until the expiry of the term of the fifth session of the Board of the Company on 27 February 2020, and to authorize the Board to fix the remuneration of the above newly appointed non-executive director and to enter into a service contract with the newly appointed non-executive director.         | 1,886,996,293<br>( 99.08% ) | 17,458,000<br>( 0.92% ) | 1,904,454,293                     |
|   | As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.   |                             |                         |                                   |
|   | <b>Special Resolution</b>   | <b>Number of Votes (%)</b>  |                         | <b>Total Number of Votes Cast</b> |
|   |   | <b>For</b>                  | <b>Against</b>          |                                   |
| 8 | To consider and approve the amendments to the Articles of Association of the Company as set out in the re-numbered item 8 of the notice of the AGM.   | 1,829,293,153<br>( 96.05% ) | 75,161,140<br>( 3.95% ) | 1,904,454,293                     |
|   | As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.   |                             |                         |                                   |
| 9 | (A) To consider and approve the application by the Company to the China Securities Regulatory Commission (“ <b>CSRC</b> ”) for the registration of the issue of new corporate bonds in the PRC within two years from the approval by the CSRC; and (B) to authorize the Board or any person(s) authorized by the Board to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in the re-numbered item 9 of the notice of the AGM. | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293                     |
|   | As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.   |                             |                         |                                   |

|   |   |                             |                         |               |
|---|---|-----------------------------|-------------------------|---------------|
| 10  | (A) To consider and approve the application by the Company to the 中國銀行間市場交易商協會 (National Association of Financial Market Institutional Investors*) (“NAFMII”) for the registration of the issue of new super short-term notes in the PRC within two years from the completion of the registration at the NAFMII; and (B) to authorize any one or more of the directors of the Company to, inter alia, determine the terms and conditions and other relevant matters in relation to such issue as set out in the re-numbered item 10 of the notice of the AGM. | 1,888,704,293<br>( 99.17% ) | 15,750,000<br>( 0.83% ) | 1,904,454,293 |
| As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution. |   |                             |                         |               |

Save as the above resolutions Nos. 1 to 10, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the voting Shares of the Company.

Computershare Hong Kong Investor Services Limited, the Company’s H share registrar in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM.

#### Information on Payment of 2017 Final Dividend

The Board hereby informs the Shareholders that the details for the distribution of final dividend are as follows:

The Company will pay a final dividend of RMB0.035 per Share (tax inclusive) for the year ended 31 December 2017 to all Shareholders whose names appeared on the Registers of Members of the Company on 27 June 2018 (the “**Record Date**”). According to the Articles of Association, dividends are denominated and declared in RMB. Dividends payable to holders of Domestic Shares will be paid in RMB, while dividends payable to holders of H Shares will be paid in Hong Kong dollars. The applicable exchange rate will be the average closing exchange rates for the relevant foreign currency announced by The People’s Bank of China for the week immediately before the date of the AGM at which dividends were declared (i.e. RMB1 to HK\$1.2251) and the amount of final dividend payable per H Share will be HK\$ 0.0429 (tax inclusive) accordingly.

As stated in the notice of the AGM and the supplemental notice of AGM of the Company dated 27 April 2018 and 18 May 2018 respectively, the Register of Members of H Shares of the Company will be closed from Friday, 22 June 2018 to Wednesday, 27 June 2018 (both days inclusive) for the purpose of ascertaining the Company’s Shareholders’ entitlement to the final dividend. In order to be qualified for the final dividend, all transfer documents, accompanied by the relevant share certificates, must be lodged at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Thursday, 21 June 2018.

Reference is made to the “Announcement regarding the Withholding of Corporate Income Tax for Non-resident Enterprises Shareholders in respect of the Proposed 2008 Final Dividend” of the Company dated 17 April 2009. The Company is required to withhold corporate income tax at the rate of 10% before distributing the final dividend to non-resident enterprise shareholders of the Company whose names appeared on the Register of Members of the H Shares of the Company on Wednesday, 27 June 2018.

In accordance with the “Circular on Certain Issues Concerning the Policies of Individual Income Tax” (Cai Shui Zi [1994] No. 020) promulgated by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are, as an interim measure, exempted from the PRC individual income tax for dividends or bonuses received from foreign-invested enterprises. As the Company is a foreign invested enterprise, the Company will not withhold and pay the PRC individual income tax on behalf of overseas individual shareholders when the Company distributes the final dividend for the year ended 31 December 2017 to individual Shareholders whose names appeared on the Register of Members of H shares of the Company. The Company will determine the country of domicile of the individual H Shareholders based on the registered address as recorded in the Registers of Members of the Company on the Record Date and will accordingly withhold and pay the individual income tax (if any).

Shareholders are recommended to consult their tax advisors regarding the ownership and disposal of H shares of the Company in the PRC and in Hong Kong and other tax effects.

The Company has appointed ICBC (Asia) Trustee Company Limited as the receiving agent for holders of H Shares (the “**Receiving Agent**”). Cheques for the final dividend of H Shares will be issued by the Receiving Agent and despatched by ordinary post to holders of H Shares who are entitled to receive the final dividend for the year ended 31 December 2017 at their own risks on or around Tuesday, 31 July 2018.

By order of the Board  
**Xiamen International Port Co., Ltd**  
**Cai Changzhen**  
*Joint Company Secretary*

Xiamen, the PRC, 15 June 2018

*As at the date of this announcement, the executive directors of the Company are Mr. Cai Liquan, Mr. Fang Yao, Mr. Chen Zhaohui and Mr. Ke Dong; the non-executive directors of the Company are Mr. Chen Zhiping, Ms. Miao Luping, Mr. Fu Chengjing, Mr. Huang Zirong and Ms. Bai Xueqing; and the independent non-executive directors of the Company are Mr. Liu Feng, Mr. Lin Pengjiu, Mr. You Xianghua, Mr. Jin Tao and Mr. Ji Wenyan.*

*\* For identification purposes only*