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CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.

中國國際海運集裝箱(集團)股份有限公司

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

(Stock Code: 2039)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING FOR 2018

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting (the “EGM”) of CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD. (the “Company”, together with its subsidiaries, the “Group”) in 2018 will be held at 2:30 p.m. on Wednesday, 26 September 2018 at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the People’s Republic of China (the “PRC”) to consider and, if thought fit, approve and/or authorise the following matters. Unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as those defined in the announcement of the Company dated 9 August 2018 in relation to the resolution of the twelfth meeting in 2018 of the eighth session of the Board of Directors.

ORDINARY RESOLUTIONS

1. To consider and approve the Resolution Regarding the Proposal in relation to the Overseas Listing of CIMC Vehicle (Group) Co., Ltd.
2. To consider and approve the Resolution Regarding the Compliance of the Overseas Listing of CIMC Vehicle (Group) Co., Ltd. with the “Circular on Issues in Relation to Regulating Overseas Listing of Subsidiaries of the PRC Listed Companies”.
3. To consider and approve the Resolution Regarding the Undertaking of Maintaining the Independent Listing Status of the Company.
4. To consider and approve the Resolution Regarding the Explanations on the Sustainable Profitability Statement and Prospects of the Company.
5. To consider and approve the Resolution Regarding the Authorisation to the Board of Directors and its Authorised Persons to Deal with Matters in Relation to the Spin-off and Listing of CIMC Vehicle (Group) Co., Ltd.

SPECIAL RESOLUTIONS

6. To consider and approve the Resolution Regarding the Provision of Assured Entitlements to the H Shareholders of the Company only for the Spin-off and Overseas Listing of CIMC Vehicle (Group) Co., Ltd.

By Order of the Board
**CHINA INTERNATIONAL MARINE CONTAINERS
(GROUP) CO., LTD.**
Yu Yuqun
Company Secretary

Hong Kong, 9 August 2018

As at the date of this notice, the Board of Directors comprises Mr. WANG Hong (Chairman), Mr. WANG Yuhang (Vice-chairman), Mr. HU Xianfu and Mr. LIU Chong as non-executive directors; Mr. MAI Boliang as an executive director; and Mr. PAN Chengwei, Mr. PAN Zhengqi and Mr. WONG Kwai Huen, Albert as independent non-executive directors.

Notes:

1. The register of members of H shares of the Company will be closed from Saturday, 25 August 2018 to Wednesday, 26 September 2018 (both days inclusive), during which time no transfer of H shares will be effected. For those holders of H shares, who intend to attend the EGM, the share certificates accompanied by the transfer of shares must be delivered to the H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17 Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Friday, 24 August 2018. The holders of the Company's H shares whose names appear on the register of members of the Company on Wednesday, 26 September 2018 are entitled to attend and vote in respect of the resolutions to be proposed at the EGM.
2. Each shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his behalf at this EGM. A proxy need not be a shareholder.
3. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
4. The form of proxy and the instrument appointing a proxy must be in writing under the hand of the shareholder or his attorney duly authorised in writing, or if the shareholder is a legal person, either under seal or under the hand of a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised. To be valid, for holders of A shares, the notarised power of attorney or other document of authorisation (if any), and the form of proxy must be delivered to the office of the Board of Directors of the Company not less than 24 hours before the time appointed for convening the EGM. In order to be valid, for holders of H shares, the above documents must be delivered to the H Share Registrar of the Company at the address set out in note 8 below not less than 24 hours before the time appointed for convening the EGM or any adjournment thereof.
5. For holders of A shares who intend to attend the EGM in person or by proxy should return the reply slip accompanying Notice of the EGM to the office of the Secretary to Board of Directors at the address set out in note 7 below, by hand, by post or by fax 20 days before the date of the EGM. For holders of H shares who intend to attend the EGM in person or by proxy should return the reply slip accompanying Notice of the EGM to the H Share Registrar of the Company at the address set out in note 8 below by hand, by post or by fax 20 days before the date of the EGM.
6. The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses.
7. The address of the office of the secretary to the Board of Directors is as follows:

CIMC R&D Centre
2 Gangwan Avenue
Shekou, Nanshan District
Shenzhen, Guangdong
the PRC
Postal code: 518067

Contact person: Mr. Yu Yuqun
Tel: 86 (755) 2669 1130
Fax: 86 (755) 2682 6579
8. The address of the H Share Registrar of the Company is as follows:

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre,
183 Queen's Road East
Wan Chai, Hong Kong

Tel: 852 2862 8555
Fax: 852 2865 0990