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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)

**ANNOUNCEMENT ON
(1) POLL RESULTS OF
THE THIRD EXTRAORDINARY GENERAL MEETING FOR 2018; AND
(2) APPOINTMENT OF SUPERVISOR**

The Board is pleased to announce that the third extraordinary general meeting for 2018 of the Company was held in Shenzhen on 12 November 2018 and the resolutions set out below were duly passed.

Upon approval of the relevant resolutions by Shareholders at the EGM and with effect from 12 November 2018, Mr. LIN Feng has been appointed as a Supervisor representing Shareholders of the Company.

I. RESOLUTIONS PASSED AT THE THIRD EXTRAORDINARY GENERAL MEETING FOR 2018 (THE “EGM”)

References are made to the notice of the 3rd EGM for 2018 dated 27 September 2018 of China International Marine Containers (Group) Co., Ltd. (the “**Company**”), the supplemental notice of the 3rd EGM for 2018 dated 26 October 2018 and the circular of the Company (the “**Circular**”) dated 22 October 2018 in respect of mandate for possible discloseable and connected transaction in relation to the possible capital injection. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

The board of directors of the Company (the “**Board**”) is pleased to announce that the EGM was held at CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, the PRC, at 2:45 p.m. on 12 November 2018 by way of a combination of the physical meeting and on-line voting (only for A Shareholders).

The EGM was convened by the Board, and was hosted and chaired by Mr. PAN Chengwei as the independent non-executive director of the Company, and Mr. PAN Zhengqi and Mr. WONG Kwai Huen, Albert as the independent non-executive directors of the Company as well as Mr. XIONG Bo as a Supervisor attended the EGM. Other relevant members of the senior management of the Company were also present. The EGM was legally and validly convened in compliance with the requirements of the Company Law of the People’s Republic of China, the Hong Kong Listing Rules and the Articles of Association of China International Marine Containers (Group) Co., Ltd. (the “**Articles of Association**”).

POLL RESULTS OF THE EGM

At the EGM, the following resolutions were considered and approved by way of poll, and the details of the poll results are as follows:

Ordinary Resolutions		Number of votes cast (Percentage of total number of votes cast)			
			For	Against	Abstain
1	To consider and approve Resolution Regarding the Capital Injection of Prince Bay Projects through Public Tender by Shenzhen CIMC Skyspace Real Estate Development Co., Ltd.	Total:	1,013,014,648 99.8323%	260,200 0.0256%	1,441,600 0.1421%
		of which:			
		A Shares	436,326,606 99.9404%	260,200 0.0596%	0 0.0000%
		H Shares	576,688,042 99.7506%	0 0.0000%	1,441,600 0.2494%
2	To consider and approve the Resolution in Relation to the Nomination and By-election of Mr. LIN Feng (林鋒) as a Supervisor Representing Shareholders of the Eighth Session of the Supervisory Committee.	Total:	1,745,689,144 99.8445%	2,707,721 0.1549%	10,600 0.0006%
		of which:			
		A Shares	436,302,206 99.9348%	284,600 0.0652%	0 0.0000%
		H Shares	1,309,386,938 99.8145%	2,423,121 0.1847%	10,600 0.0008%

As votes cast in favor of the resolutions No. 1 to 2 above exceeded half of the votes cast by Shareholders and proxies who attended the EGM, the resolutions were duly passed as ordinary resolutions.

As at the date of the EGM,

- (1) The total issued share capital of the Company was 2,984,961,436 Shares, comprising 1,268,384,827 A Shares and 1,716,576,609 H Shares.
- (2) China Merchants (CIMC) Investment Limited, an indirect wholly-owned subsidiary of China Merchants Group, directly held 733,691,017 H Shares, representing approximately 24.58% of the total issued share capital of the Company. As China Merchants (CIMC) Investment Limited has material interests in the capital injection of Prince Bay projects through public tender by CIMC Skyspace, China Merchants (CIMC) Investment Limited and its related persons as the related shareholders are required to abstain from and have abstained from voting at the EGM on the relevant resolution (being the resolution No. 1) in accordance with the Hong Kong Listing Rules and the Articles of Association. Accordingly, there were 2,251,270,419 Shares of the Company entitling the holders to attend and vote on resolution No. 1 at the EGM.
- (3) Save as disclosed above, no other Shareholders are required to abstain from voting on the relevant resolutions to be considered at the EGM. Accordingly, there were 2,984,961,436 Shares of the Company entitling the holders to attend and vote on the resolution No. 2 at the EGM.
- (4) There were no Shares of the Company entitling the holders to attend and vote only against the resolutions at the EGM.
- (5) Information on the Shareholders and proxies who attended and voted at the EGM is as follows:

Number of Shareholders or proxies who attended and voted at the EGM		16
of which:	A Shares	14
	H Shares	2
Total number of voting shares of the Company held by such attending Shareholders or proxies		1,748,407,465 shares
Percentage of the total number of issued shares of the Company		58.5739%
of which:	A Shares	436,586,806 shares
	Percentage of the total number of issued shares of the Company	14.6262%
	H Shares	1,311,820,659 shares
	Percentage of the total number of issued shares of the Company	43.9477%

Notes: 1,014,716,448 Shares in total (including 436,586,806 A Shares and 578,129,642 H Shares), entitling the holders who attended and voted on the resolution No. 1 at the EGM, were held by 15 Shareholders and proxies (including 14 Shareholders and proxies for A Shares and 1 Shareholder and proxy for H Shares), representing 33.9943% of the total number of issued shares of the Company (of which A Shares representing 14.6262% and H Shares representing 19.3681% respectively).

- (6) The poll results were subject to scrutiny by Mr. XIONG Bo, a Supervisor of the Company, Lawyer HU Yanhua and Lawyer YUAN Qianzhao from Beijing Commerce & Finance Law Offices (Shenzhen) and the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited. Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the 3rd EGM for 2018 for the purpose of vote-taking.
- (7) Lawyer YUAN Qianzhao and Lawyer HU Yanhua from Beijing Commerce & Finance Law Offices (Shenzhen), issued legal opinion in respect of the EGM which certified that the convening and procedures of the EGM, the qualification of the attendants and convener, procedures and result of voting are legal and valid and in compliance with the requirements of relevant laws and regulations including the Company Law of the People's Republic of China and the Articles of Association.

II. APPOINTMENT OF SUPERVISOR

Following the Shareholders' approval of the relevant resolution at the EGM and with effect from 12 November 2018, Mr. LIN Feng has been appointed as a Supervisor representing the Shareholders until the expiration of the term of the eighth session of the Supervisory Committee of the Company.

The Company and the Supervisory Committee would like to take this opportunity to welcome Mr. LIN Feng in joining the Supervisory Committee.

Following the Shareholders' approval of relevant resolution at the EGM and with effect from 12 November 2018, Mr. ZHANG Mingwen has ceased to be a Supervisor representing the Shareholders. Mr. ZHANG Mingwen has confirmed that he has no disagreement with the Company, the Board and the Supervisory Committee during his tenure, and that there is no other matter relating to his resignation that needs to be brought to the attention of the Shareholders or creditors of the Company. As at the date of this announcement, Mr. ZHANG Mingwen does not hold any Share of the Company. The Board and the Supervisory Committee would like to take this opportunity to express their gratitude to Mr. ZHANG Mingwen for his contribution to the Company during his term of office.

This announcement is available for reviewing on the website of the Company (<http://www.cimc.com>) and the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>).

By order of the Board
China International Marine Containers (Group) Co., Ltd.
YU Yuqun
Company Secretary

Hong Kong, 12 November 2018

As at the date of this announcement, the Board 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.