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中國外運股份有限公司
SINOTRANS LIMITED

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

(Stock Code:00598)

POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING, 2023 FIRST H SHAREHOLDERS' CLASS MEETING AND 2023 FIRST A SHAREHOLDERS' CLASS MEETING

Reference is made to the circular of Sinotrans Limited (the “**Company**”) dated 21 April 2023 (the “**Circular**”) in relation to, among other things, the AGM, the HCM and the A Shareholders’ Class Meeting (the “**ACM**”) to be held at 1st Meeting Room, 11th Floor, Building 10/Sinotrans Tower B, No. 5 Anding Road, Chaoyang District, Beijing 100029, the People’s Republic of China on 12 May 2023 (collectively the “**Meetings**”). Unless the context otherwise requires, terms defined in the Circular shall have the same meanings when used herein.

The Board hereby announces that all the resolutions as set out in the notices of the AGM, the HCM and the ACM were duly passed by Shareholders by way of poll.

Mr. Feng Boming (Chairman), Mr. Wang Taiwen, Mr. Song Haiqing and Ms. Li Qian (all being the independent non-executive Directors), attended the Meetings. Mr. Song Dexing (Vice Chairman), Mr. Song Rong (the executive Director), Mr. Deng Weidong, Mr. Jiang Jian, Ms. Luo Li and Mr. Jerry Hsu (all being the non-executive Directors), and Mr. Meng Yan (being the independent non-executive Director) were unable to attend the Meetings due to other business arrangements.

I. POLL RESULTS OF THE MEETINGS

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

(I) AGM

SPECIAL RESOLUTIONS

1. To consider and approve the general mandate to issue, allot and deal with H Shares.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,092,000,059	98.1226	78,290,042	1.8774	0	0.0000
H Shares	410,007,713	35.9541	730,109,418	64.0242	247,000	0.0217
Total ordinary Shares	4,502,007,772	84.7731	808,399,460	15.2222	247,000	0.0047

2. To consider and approve the general mandate to repurchase H Shares.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,240,601	99.9988	48,400	0.0011	1,100	0.0001
H Shares	1,136,106,061	99.6266	4,011,070	0.3517	247,000	0.0217
Total ordinary Shares	5,306,346,662	99.9189	4,059,470	0.0764	248,100	0.0047

3. To consider and approve the resolution in relation to the Updated Mandate of the issue of Debt Financing Instruments.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,135,497,131	99.5732	4,867,000	0.4268	0	0.0000
Total ordinary Shares	5,305,753,532	99.9077	4,900,700	0.0923	0	0.0000

4. To consider and approve the resolution in relation to the estimated guarantees of the Company for the year 2023.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,085,801,326	97.9740	84,488,774	2.0260	1	0.0000
H Shares	655,757,083	57.5042	484,607,047	42.4958	1	0.0000
Total ordinary Shares	4,741,558,409	89.2839	569,095,821	10.7161	2	0.0000

5. To consider and approve the resolution in relation to the proposed reduction of registered capital of the Company and proposed amendments to the Articles of Association.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,140,355,131	99.9992	9,000	0.0008	0	0.0000
Total ordinary Shares	5,310,611,532	99.9992	42,700	0.0008	0	0.0000

ORDINARY RESOLUTIONS

6. To consider and approve the resolution in relation to the Work Report of the Board for the year 2022.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,130,621,131	99.1456	3,313,000	0.2905	6,430,000	0.5639
Total ordinary Shares	5,300,877,532	99.8159	3,346,700	0.0630	6,430,000	0.1211

7. To consider and approve the resolution in relation to the Work Report of the Supervisory Committee for the year 2022.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,130,621,131	99.1456	3,313,000	0.2905	6,430,000	0.5639
Total ordinary Shares	5,300,877,532	99.8159	3,346,700	0.0630	6,430,000	0.1211

8. To consider and approve the resolution in relation to the Final Financial Accounts Report of the Company for the year 2022.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,130,621,131	99.1456	3,313,000	0.2905	6,430,000	0.5639
Total ordinary Shares	5,300,877,532	99.8159	3,346,700	0.0630	6,430,000	0.1211

9. To consider and approve the resolution in relation to the Annual Report of the Company and its summary for the year 2022.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,130,621,131	99.1456	3,313,000	0.2905	6,430,000	0.5639
Total ordinary Shares	5,300,877,532	99.8159	3,346,700	0.0630	6,430,000	0.1211

10. To consider and approve the resolution in relation to the financial budget of the Company for the year 2023.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,140,355,131	99.9992	9,000	0.0008	0	0.0000
Total ordinary Shares	5,310,611,532	99.9992	42,700	0.0008	0	0.0000

11. To consider and approve the resolution in relation to the profit distribution plan of the Company for the year 2022.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,140,355,131	99.9992	9,000	0.0008	0	0.0000
Total ordinary Shares	5,310,611,532	99.9992	42,700	0.0008	0	0.0000

12. To consider and approve the resolution in relation to the grant of authorization to the Board to decide on the interim profit distribution plan of the Company for the year 2023.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%

A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000
H Shares	1,140,355,131	99.9992	9,000	0.0008	0	0.0000
Total ordinary Shares	5,310,611,532	99.9992	42,700	0.0008	0	0.0000

13. To consider and approve the resolution in relation to the re-appointment of auditor for the year 2023.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,164,310,854	99.8566	5,978,147	0.1433	1,100	0.0001
H Shares	1,088,943,462	95.4909	51,420,669	4.5091	0	0.0000
Total ordinary Shares	5,253,254,316	98.9192	57,398,816	1.0808	1,100	0.0000

As more than two-thirds of the votes were cast in favour of each of the above special resolutions from No. 1 to No. 5, and more than half of the votes were cast in favour of each of the above ordinary resolutions from No. 6 to No. 13, all the above resolutions were duly passed by the Shareholders by way of poll at the AGM.

(II) HCM

SPECIAL RESOLUTIONS

1. To consider and approve the general mandate to repurchase H Shares.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
H Shares	1,136,105,061	99.6266	4,011,070	0.3517	247,000	0.0217

2. To consider and approve the resolution in relation to the proposed reduction of registered capital of the Company and proposed amendments to the Articles of Association.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
H Shares	1,140,354,131	99.9992	9,000	0.0008	0	0.0000

As more than two-thirds of the votes were cast in favour of each of the above special resolutions, the above resolutions were duly passed by the Shareholders by way of poll at the HCM.

(III) ACM

SPECIAL RESOLUTIONS

1. To consider and approve the general mandate to repurchase H Shares.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,240,601	99.9988	48,400	0.0011	1,100	0.0001

2. To consider and approve the resolution in relation to the proposed reduction of registered capital of the Company and proposed amendments to the Articles of Association.

Poll results:

Class of Shareholders	FOR		AGAINST		ABSTAIN	
	Votes	%	Votes	%	Votes	%
A Shares	4,170,256,401	99.9991	33,700	0.0009	0	0.0000

As more than two-thirds of the votes were cast in favour of each of the above special resolutions, the above resolutions were duly passed by the Shareholders by way of poll at the ACM.

Notes:

- Both on-site voting and online voting were adopted at the Meetings. Online voting was conducted via the trading system of the Shanghai Stock Exchange and was participated by the A Shareholders. The chairman of the Meetings is Mr. Feng Boming, the chairman of the Company.
- As at the date of the Meetings, the total issued Shares of the Company is 7,294,216,875 Shares, comprising 5,255,916,875 A Shares and 2,038,300,000 H Shares. None of the Shareholders of the Company (i) was required under the Listing Rules to abstain from voting on any resolution at the Meetings; or (ii) stated its intention in the Circular to vote against any resolution or to abstain from voting on any resolution at the Meetings. Considering that the number of A shares in the special accounts for repurchase of the Company was 49,280,000 shares which are not entitled to the voting, accordingly:

(i) the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM is 7,244,936,875 Shares (including 5,206,636,875 A Shares and 2,038,300,000 H Shares);

(ii) the total number of H Shares entitling the holders to attend and vote on the resolutions proposed at the HCM is 2,038,300,000 H Shares; and

(iii) the total number of A Shares entitling the holders to attend and vote on the resolutions proposed at the ACM is 5,206,636,875 A Shares.

- Attendance of the Meetings:

(i) AGM

1. Number of Shareholders and their authorised proxies attending the AGM	24
of which: A Shareholders	20
H Shareholders	4
2. Total number of valid voting shares held by the attending Shareholders or their authorised proxies at the AGM	5,310,654,232
of which: A Shares	4,170,290,101
H Shares	1,140,364,131
3. Percentage of such voting shares of the Company held by such attending Shareholders or their authorised proxies, as compared with the total shares entitling the Shareholders to attend and validly vote at the AGM (%)	73.3016
of which: A Shares	57.5614
H Shares	15.7402

(ii) HCM

1. Number of H Shareholders and their authorised proxies attending the HCM	3
2. Total number of valid voting shares held by the attending H Shareholders or their authorised proxies at the HCM	1,140,363,131
3. Percentage of such voting shares of the Company held by such attending H Shareholders or their authorised proxies, as compared with the total shares entitling the H Shareholders to attend and validly vote at the HCM (%)	55.9468

(iii) ACM

1. Number of A Shareholders and their authorised proxies attending the ACM	20
2. Total number of valid voting shares held by the attending A Shareholders or their authorised proxies at the ACM	4,170,290,101
3. Percentage of such voting shares of the Company held by such attending A Shareholders or their authorised proxies, as compared with the total shares entitling the A Shareholders to attend and validly vote at the ACM (%)	80.0957

4. SHINEWING Certified Public Accountants LLP, the auditor of the Company as at the date of this announcement, has acted as the scrutineer for the vote-taking at the Meetings.
5. The Meetings were witnessed by lawyers from Jia Yuan Law Offices, the legal adviser of the Company, who issued a legal opinion on the Meetings considering that the convening of and the procedures for holding the Meetings, the voting procedures adopted, the eligibility of the person who convened the Meetings and the eligibility of Shareholders (or their proxies) who attended the Meetings were in compliance with relevant requirements of relevant laws and the Articles of Association and that the voting results of the Meetings were valid.

By Order of the Board
Sinotrans Limited
Li Shichu
Company Secretary

Beijing, 12 May 2023

As at the date of this announcement, the board of directors of the Company comprises Feng Boming (Chairman), Song Dexing (Vice Chairman), Song Rong (executive director), Deng Weidong (non-executive director), Jiang Jian (non-executive director), Luo Li (non-executive director), Jerry Hsu (non-executive director), and four independent non-executive directors, namely Wang Taiwen, Meng Yan, Song Haiqing and Li Qian.