

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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

(Stock Code: 6117)

**(1) PROPOSED AMENDMENTS TO THE ARTICLES OF
ASSOCIATION AND ABOLITION OF THE SUPERVISORY
COMMITTEE**

**(2) PROPOSED ADOPTION OF THE NEW RULES OF
PROCEDURES OF THE GENERAL MEETING AND THE NEW
RULES OF PROCEDURES OF THE BOARD OF DIRECTORS**

(3) CLOSURE OF REGISTER OF MEMBERS

This announcement is made by Rizhao Port Jurong Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 1 July 2024, the Company Law of the People's Republic of China (Revised in 2023) (the “**Company Law**”) officially came into effect. In December 2024, the China Securities Regulatory Commission (the “**CSRC**”) issued the Transitional Arrangements for the Implementation of Supporting Institutional Rules under the New Company Law (《關於新〈公司法〉配套制度規則實施相關過渡期安排》), which require listed companies to include provisions in their articles of association for establishing an audit committee under the board of directors to perform the duties of the supervisory committee as stipulated by the Company Law, and to remove the supervisory committee or supervisors by 1 January 2026 in accordance with the Company Law, the Provisions of the State Council on the Implementation of the Registration Management System for Registered Capital under the Company Law of the People's Republic of China (《國務院關於實施〈中華人民共和國公司法〉註冊資本登記管理制度的規定》), and other supporting policies and rules of the CSRC. On 28 March 2025, the revised Guidelines for the Articles of Association of Listed Companies (《上市公司章程指引》) and the Rules for General Meetings of Listed Companies (《上市公司股東會規則》) issued by the CSRC came into effect.

In addition, in January 2025, the Stock Exchange published the “Consultation Conclusions on Proposals to Further Expand the Paperless Listing Regime and Other Rule Amendments”, which adopted suggestions regarding hybrid general meetings and electronic voting, requiring issuers to ensure that their articles of association allow for hybrid general meetings and provide electronic voting for the first annual general meeting held after 1 July 2025.

In light of the above and taking into account the actual circumstances of the Company, the board (the “**Board**”) of directors of the Company proposes to make certain amendments to the existing articles of association of the Company (the “**Articles of Association**”) to conform with the latest requirements of the applicable laws and regulations of the PRC and the Listing Rules and to incorporate other consequential and housekeeping amendments.

To align with the proposed amendments to the Articles of Association, the Board also proposes to abolish the supervisory committee of the Company (the “**Supervisory Committee**”), whose functions and powers will be assumed by the audit committee of the Company (the “**Audit Committee**”); and to adopt the new rules of procedures of general meeting of the Company (the “**Rules of Procedures of the General Meeting**”) and the new rules of procedures of the board of directors of the Company (the “**Rules of Procedures of the Board of Directors**”).

The proposed amendments to the Articles of Association, the proposed abolition of the Supervisory Committee and the proposed adoption of the new Rules of Procedures of the General Meeting and the new Rules of Procedures of the Board of Directors are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolutions at the extraordinary general meeting of the Company to be held on Tuesday, 30 December 2025 (the “**EGM**”).

Upon the approval of the above matters by the Shareholders at the EGM, (i) the proposed amendments to the Articles of Association will become effective; (ii) the Company will no longer have any supervisor or maintain the Supervisory Committee, whose functions and powers will be assumed by the Audit Committee, and the rules of procedures of the Supervisory Committee of the Company will be abolished simultaneously; and (iii) the proposed adoption of the new Rules of Procedures of the General Meeting and the new Rules of Procedures of the Board of Directors will become effective, and the current Rules of Procedures of the General Meeting and the current Rules of Procedures of the Board of Directors will be repealed simultaneously.

CLOSURE OF REGISTER OF MEMBERS

In order to determine the holders of H shares who will be entitled to attend the EGM to be held on Tuesday, 30 December 2025, the register of members of the Company will be closed from Tuesday, 23 December 2025 to Tuesday, 30 December 2025 (both days inclusive), during which period no transfer of H shares will be registered. In order for the holders of H shares to qualify for attending the EGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and in any case no later than 4:30 p.m. on Monday, 22 December 2025.

GENERAL

As each of the Articles of Association, the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Directors is written in Chinese without official English translation, and the English version is only for reference purposes and may be subject to clerical or translation refinements. In the event of any discrepancy between the Chinese and English version, the Chinese version shall prevail.

A circular which includes, among other things, details of the proposed amendments to the Articles of Association and the abolition of the Supervisory Committee, the proposed adoption of the new Rules of Procedures of the General Meeting and the new Rules of Procedures of the Board of Directors and a notice convening the EGM will be published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.rzportjurong.com) and provided to the Shareholders upon request in due course.

By Order of the Board
Rizhao Port Jurong Co., Ltd.
Zhou Tao
Chairman

Rizhao, the People's Republic of China, 5 December 2025

As at the date of this announcement, the Board comprises Mr. Zhou Tao as Chairman and non-executive Director; Mr. Chen Zhou as executive Director; Mr. Seow Kok Leong Terence, Ms. Tien Siew Wan and Ms. Liu Rong as non-executive Directors; and Mr. Zhang Zixue, Mr. Lee Man Tai and Mr. Wu Xibin as independent non-executive Directors.