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## **遠航港口發展有限公司**

**OCEAN LINE PORT DEVELOPMENT LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8502)**

### **DISCLOSEABLE TRANSACTION PORT YARD LEASE AGREEMENT**

#### **PORT YARD LEASE AGREEMENT**

The Board is pleased to announce that on 12 February 2026 (after trading hours of the Stock Exchange), Chizhou Port Holdings (an indirect 72%-owned subsidiary of the Company) entered into the Port Yard Lease Agreement with the Lessee, pursuant to which, Chizhou Port Holdings agreed to lease the Leased Asset to the Lessee.

#### **GEM LISTING RULES IMPLICATIONS**

As one or more of the applicable percentage ratios calculated pursuant to Rule 19.07 of the GEM Listing Rules in respect of the Port Yard Lease Agreement exceed 5% and all of the percentage ratios are less than 25%, the entering into of the Port Yard Lease Agreement constitutes a discloseable transaction on the part of the Company under Chapter 19 of the GEM Listing Rules and is subject to the notification and announcement requirements but is exempted from Shareholders' approval requirement under Chapter 19 of the GEM Listing Rules.

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#### **PRINCIPAL TERMS OF THE PORT YARD LEASE AGREEMENT**

Date : 12 February 2026

Parties : (1) Chizhou Port Holdings; and  
(2) the Lessee

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the date of this announcement, the Lessee and its ultimate beneficial owners are Independent Third Parties.

## **THE LEASED ASSET**

The Leased Asset is the land use right of a parcel of land located in the Jiangkou Port Area, Chizhou Economic and Technological Development Zone, Chizhou City, Anhui Province, the PRC, with an area of approximately 102,287 square meters and unaudited carrying value of approximately RMB9,122,000 as at 31 December 2025. The Lease is classified as a finance lease as all the risks and rewards incidental to ownership of the Leased Assets are substantially transferred to the Lessee pursuant to the terms of the Port Yard Lease Agreement, in particular the lease term being for the major part of the economic life of the Leased Asset even if title is not transferred.

## **LEASE TERM**

The lease term is 39 years and 7 months, to be executed in the following three phases:

- (a) Phase One: From 1 March 2026 to 30 September 2038 (12 years and 7 months)
- (b) Phase Two: From 1 October 2038 to 29 September 2058 (20 years)
- (c) Phase Three: From 30 September 2058 to 30 September 2065 (7 years) (subject to Chizhou Port Holdings successfully renewing the Land Use Terms of the Leased Asset)

## **RENTAL AND PAYMENT METHOD**

The total rental under the Port Yard Lease Agreement is approximately RMB20,018,000, of which the rental for Phase One is approximately RMB10,018,000, for Phase Two is approximately RMB7,000,000, and for Phase Three is approximately RMB3,000,000. The Lessee shall make payment as follows:

- (a) Pay the rental for Phase One and Phase Two totaling approximately RMB17,018,000 within 10 days after entering into the Port Yard Lease Agreement; and
- (b) Pay the rental for Phase Three of approximately RMB3,000,000 upon the completion of Phase Two and the successful renewal of the Land Use Terms of the Leased Asset by Chizhou Port Holdings.

The rental under the Port Yard Lease Agreement was determined after arm's length negotiations by Chizhou Port Holdings and the Lessee with reference to the purchase price of the Leased Asset and the prevailing market price of similar assets.

## **TERMINATION**

Chizhou Port Holdings and the Lessee mutually agree that the Port Yard Lease Agreement shall not be terminated early, except in cases where Chizhou Port Holdings fails to renew the Land Use Terms of the Leased Asset or due to force majeure.

## **REASONS FOR AND BENEFITS OF THE PORT YARD LEASE AGREEMENT**

The Group is an inland port operator in the PRC and is principally engaged in the provision of port logistic services (including uploading and unloading of cargoes, bulk cargo handling services, container handling, storage and other services).

The Leased Asset is the land use right of a parcel of land located in the Jiangkou Port Area, Chizhou Economic and Technological Development Zone, Chizhou City, Anhui Province, the PRC, with an area of approximately 102,287 square meters. The leasing of the Leased Asset by Chizhou Port Holdings to the Lessee is to address the Lessee's need for the construction and operation of the Guichi Mineral Products Transportation Railway Line and the Chizhou Jiangkou Port Railway Line project. The Lessee will establish a new Jiangkou Port Station on the relevant land within the port area. The project will shift mineral product transportation from traditional road-based methods to a system primarily utilizing railway line and corridor transport, supplemented by road transport. This transition seeks to gradually establish a green, multimodal transport system centered around the port that integrates mining, railways, and terminals, which will benefit the long-term operation and growth of the Group's port business in Chizhou City.

In light of the above, the Directors are of the view that the terms and conditions of the Port Yard Lease Agreement are fair and reasonable and on normal commercial terms and the entering into of the Port Yard Lease Agreement is in the interests of the Group and the Shareholders as a whole.

## **INFORMATION ON THE COMPANY AND THE PARTIES TO THE PORT YARD LEASE AGREEMENT**

### **INFORMATION ON THE COMPANY**

The principal activity of the Company is investment holding. The Group is principally engaged in port operation in Chizhou City, Anhui Province, the PRC.

### **CHIZHOU PORT HOLDINGS**

Chizhou Port Holdings is a company established in the PRC with limited liability and an indirect 72%-owned subsidiary of the Company, which is principally engaged in port operation in the PRC.

### **THE LESSEE**

The Lessee is a limited liability company established in the PRC, acting as the project company for the project for the construction and operation of the Guichi Mineral Products Transportation Railway Line and the Chizhou Jiangkou Port Railway Line. It is principally responsible for the design, investment and financing, construction, operation, management, maintenance and handover of the project. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Lessee is beneficially owned as to approximately 24% by Chizhou Jinqiao Investment Group Co., Ltd.\* (池洲金橋投資集團有限公司), approximately 51% by China Railway Fourth Engineering Bureau Group Co., Ltd.\* (中鐵四局集團有限公司), approximately 10% by Anhui Pingtian Lake

Investment Holding Group Co., Ltd.\* (安徽平天湖投資控股集團有限公司), approximately 10% by Chizhou Assets Operation Group Co., Ltd.\* (池州資產運營集團有限公司), and approximately 5% by Chizhou Port Holdings, respectively.

## **GEM LISTING RULES IMPLICATIONS**

As one or more of the applicable percentage ratios calculated pursuant to Rule 19.07 of the GEM Listing Rules in respect of the Port Yard Lease Agreement exceed 5% and all of the percentage ratios are less than 25%, the entering into of the Port Yard Lease Agreement constitutes a discloseable transaction on the part of the Company under Chapter 19 of the GEM Listing Rules and is subject to the notification and announcement requirements but is exempted from Shareholders' approval requirement under Chapter 19 of the GEM Listing Rules.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following expressions shall have the following meaning:

“Board”	the board of Directors
“Chizhou Port Holdings”	池州港遠航控股集團有限公司 (Chizhou Port Ocean Line Holdings Group Limited*), a company established in the PRC and an indirect 72%-owned subsidiary of the Company
“Company”	Ocean Line Port Development Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on GEM (stock code: 8502)
“connected person(s)”	has the meaning ascribed thereto under the GEM Listing Rules
“Director(s)”	the director(s) of the Company
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	a third party independent of and not connected with the Company and/or its subsidiaries and their respective connected persons
“Land Use Terms”	the land use terms of the Leased Asset, which will expire on 29 September 2058 (for Jiangkou Port Area Phase I) and 3 January 2059 (for both Jiangkou Port Area Phase II and Phase III), respectively

“Lease”	the Lease of Leased Asset
“Leased Asset”	the land use right of a parcel of land located in the Chizhou Economic and Technological Development Zone, Chizhou City, Anhui Province, the PRC, with an area of approximately 102,287 square meters (including Jiangkou Port Area Phase I of 41,841 square meters, Jiangkou Port Area Phase II of 36,449 square meters and Jiangkou Port Area Phase III of 23,997 square meters) and unaudited carrying value of approximately RMB9,122,000 as at 31 December 2025
“Lessee”	Chizhou Tie Hang Construction Investment Development Co., Ltd.* (池州鐵航建設投資發展有限公司), a limited liability company established in the PRC
“Port Yard Lease Agreement”	the port yard lease agreement dated 12 February 2026 entered into between Chizhou Port Holdings and the Lessee in relation to the Leased Asset
“PRC”	the People’s Republic of China, which for the purpose of this announcement, shall exclude Hong Kong, the Macao Special Administrative Region of China and Taiwan
“Shareholder(s)”	shareholders of the Company
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent.

By order of the Board  
**Ocean Line Port Development Limited**  
*Chairman and Executive Director*  
**Kwai Sze Hoi**

Hong Kong, 12 February 2026

*As at the date of this announcement, the executive Directors are Mr. Kwai Sze Hoi and Mr. Huang Xueliang, the non-executive Director is Ms. Cheung Wai Fung and the independent non-executive Directors are Mr. Nie Rui, Mr. Cheung Sze Ming and Mr. Cheng Yin Pan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk), on the “Latest Company Announcements” page for at least 7 days from the date of its publication and on the website of the Company at [www.oceanlineport.com](http://www.oceanlineport.com).*

*\* For identification purpose only*