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**中遠海運控股股份有限公司**  
**COSCO SHIPPING Holdings Co., Ltd.\***

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 1919)

**PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION**

In accordance with the Articles of Association, the Board is pleased to announce the nomination for re-election or election of:

- (i) Mr. Wan Min as non-executive director candidate of the fifth session of the Board and the recommendation as chairman candidate of the fifth session of the Board;
- (ii) Mr. Huang Xiaowen as executive director candidate of the fifth session of the Board and the recommendation as vice chairman candidate of the fifth session of the Board;
- (iii) Mr. Xu Zunwu, Mr. Wang Haimin and Mr. Zhang Wei as executive director candidates of the fifth session of the Board;
- (iv) Mr. Ma Jianhua, Mr. Feng Boming, Mr. Zhang Wei and Mr. Chen Dong as non-executive director candidates of the fifth session of the Board;
- (v) Mr. Yang, Liang Yee Philip as independent non-executive director candidate of the fifth session of the Board;
- (vi) Mr. Wu Dawei, Mr. Zhou Zhonghui and Mr. Teo Siong Seng as independent non-executive director candidates of the fifth session of the Board;
- (vii) Mr. Fu Xiangyang and Mr. Hao Wenyi as candidates of Supervisors representing the Shareholders; and
- (viii) Mr. Meng Yan and Mr. Zhang Jianping as candidates of independent Supervisors.

The Board further announces that:

- (i) Dr. Fan Hsu Lai Tai, Rita, Mr. Kwong Che Keung, Gordon and Mr. Peter Guy Bowie will not offer themselves for re-election as independent non-executive Directors at the AGM; and
- (ii) Nomination by the committee of employee representatives of Mr. Qian Weizhong and Mr. Fang Meng as employee Supervisors has been submitted to the general meeting of employee representatives for approval, which is not subject to election by Shareholders at the AGM according to relevant provisions.

## **PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS**

### **Proposed Re-election of Directors and Directors Not Offered for Re-election**

According to article 108 of the Articles of Association, the term of office of each of the Directors is three years, and upon expiry of such term, the Directors being eligible, may offer themselves for re-election. However, pursuant to the relevant requirements of the Articles of Association, the China Securities Regulatory Commission and the Shanghai Stock Exchange, the term of appointment of independent non-executive Directors shall be subject to a maximum of six years.

The term of the Directors shall expire on the forthcoming AGM and all incumbent Directors shall retire from offices. All the Directors, except Dr. Fan Hsu Lai Tai, Rita, Mr. Kwong Che Keung, Gordon and Mr. Peter Guy Bowie who have served as independent non-executive Directors for approximately six years, shall be eligible for re-election at the forthcoming AGM.

In accordance with the Articles of Association, the Board is pleased to announce the nomination for re-election of:

- (i) Mr. Wan Min as non-executive director candidate of the fifth session of the Board and the recommendation as chairman candidate of the fifth session of the Board;
- (ii) Mr. Huang Xiaowen as executive director candidate of the fifth session of the Board and the recommendation as vice chairman candidate of the fifth session of the Board;
- (iii) Mr. Xu Zunwu, Mr. Wang Haimin and Mr. Zhang Wei as executive director candidates of the fifth session of the Board;

- (iv) Mr. Ma Jianhua, Mr. Feng Boming, Mr. Zhang Wei and Mr. Chen Dong as non-executive director candidates of the fifth session of the Board; and
- (v) Mr. Yang, Liang Yee Philip as independent non-executive director candidate of the fifth session of the Board.

In light of the abovementioned six-year restriction, Dr. Fan Hsu Lai Tai, Rita, Mr. Kwong Che Keung, Gordon and Mr. Peter Guy Bowie will not offer themselves for re-election as independent non-executive Directors.

The Board would like to take this opportunity to express its sincere gratitude to each of Dr. Fan Hsu Lai Tai, Rita, Mr. Kwong Che Keung, Gordon and Mr. Peter Guy Bowie for their significant contribution towards the Company in the past. Each of Dr. Fan Hsu Lai Tai, Rita, Mr. Kwong Che Keung, Gordon and Mr. Peter Guy Bowie confirmed that they have no disagreement with the Board and the Company and there is no other matter in relation to their retirement that needs to be brought to the attention of the Shareholders.

### **Proposed Election of Independent Non-executive Directors**

The Board is pleased to announce the nomination for election of Mr. Wu Dawei, Mr. Zhou Zhonghui and Mr. Teo Siong Seng as independent non-executive directors of the fifth session of the Board, and their respective appointment will be effective upon Shareholders' approval at the AGM.

The biographical details of each of the proposed independent non-executive Directors are as follows:

#### **Mr. WU Dawei (吳大衛)**

Mr. Wu Dawei, aged 63, previously studied at China Europe International Business School and Cheung Kong Graduate School of Business and has received EMBA degree. He is also a researcher-level senior engineer. Mr. Wu previously served as the deputy head and then the head of Huaneng Shanghai Shidongkou No. 2 power plant (華能上海石洞口第二電廠), the deputy general manager of Huaneng International Power Development Company (Shanghai Branch) (華能國際電力開發公司上海分公司) (person in charge), the deputy general manager, a party member and director of Huaneng Power International Co., Ltd. (華能國際電力股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600011)), and the chairman of Huaneng Weihai power plant (威海電廠), Xindian power plant (辛店電廠), Rizhao power plant (日照電廠) and Xinhua power plant (新華電廠). He was also the party

secretary and a director of Shanghai Times Shipping Company Limited (上海時代航運有限公司), the deputy chief engineer of China Huaneng Group and the general manager and party secretary of China Huaneng Group (East China Branch), the general manager and deputy party secretary (responsible for leading the work of party group) of Huaneng International Power Development Company, the chief economist of China Huaneng Group, the chairman of Huangneng Shanghai Gas Turbine Power Generation Co., Ltd. and the director of Huaneng International Power Development Company. Mr. Wu has more than 20 years' experience in corporate management and extensive experience in corporate governance of listed companies. Mr. Wu currently serves as an independent director of Zhejiang Jinlihua Electric Co., Ltd. (浙江金利華電氣股份有限公司) (a company listed on the ChiNext of the Shenzhen Stock Exchange (stock code: 300069)) and has obtained an independent director qualification certificate issued by the Shanghai Stock Exchange in February 2013.

**Mr. ZHOU Zhonghui (周忠惠)**

Mr. Zhou Zhonghui, aged 69, has a doctorate degree, is a party member of the Communist Party of China and a certified public accountant. He previously worked at Shanghai University of Finance and Economics, School of Accountancy as a lecturer, associate professor and professor. He also served as a visiting researcher of International Centre for Research in Accounting of Lancaster University, United Kingdom, and served as the chief financial officer of Hongkong Xinlong Co., Limited (香港鑫隆有限公司), the general manager, chief accountant and senior partner of PricewaterhouseCoopers Zhong Tian CPAs Limited Company (普華永道中天會計師事務所), the chief accountant of China Securities Regulatory Commission, a member of the International Advisory Committee of China Securities Regulatory Commission and a member of the Auditing Standards Committee of the Chinese Institute of Certified Public Accountants. Mr. Zhou Zhonghui has been serving as an independent director of Juneyao Airlines Co., Ltd. (上海吉祥航空股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 603885)) since June 2011. Mr. Zhou Zhonghui concurrently serves as an independent non-executive director of China Pacific Insurance (Group) Co., Ltd. (中國太平洋保險(集團)股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 601601) and the Stock Exchange (stock code: 02601)), an independent non-executive director of Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd. (上海復旦張江生物醫藥股份有限公司) (a company listed on the Stock Exchange (stock code: 01349)), an independent non-executive director of S.F. Holding Co., Ltd. (順豐控股股份有限公司) (a company listed on the Shenzhen Stock Exchange (stock code: 002352)) and a member of the Advisory Committee of the China Appraisal Society. Mr. Zhou Zhonghui has served as an external supervisor of

Shanghai Oriental Pearl Group Co., Ltd. (上海東方明珠新媒體股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600637)) since June 2015. Mr. Zhou Zhonghui was previously an independent director of Shanghai Oriental Pearl Group Co., Ltd. (上海東方明珠新媒體股份有限公司).

**Mr. TEO Siong Seng (張松聲)**

Mr. Teo Siong Seng, aged 62, graduated from Glasgow University with a First Class Honours Degree in Naval Architecture & Ocean Engineering. Mr. Teo Siong Seng currently serves as the managing director of the Pacific International Lines Pte Ltd, and the chairman and chief executive officer of Singamas Container Holdings Limited (勝獅貨櫃企業有限公司) (a company listed on the Stock Exchange (stock code: 716)). Mr. Teo currently serves as chairman of Singapore Business Federation, honorary president of Singapore Chinese Chamber of Commerce & Industry, committee member of Committee on the Future Economy, co-chair of Subcommittee on Future Corporate Capabilities and Innovation, a member of APEC Business Advisory Committee and an industry consultant of the China-Singapore (Chongqing) Demonstration Initiative on Strategic Connectivity. He was also the president of Singapore Shipping Association, the chairman of Singapore Maritime Foundation (SMF), and the president of Lloyd's Register Asia Shipowners' Committee. Mr. Teo Siong Seng also served as the president of Maritime and Port Authority of Singapore (MPA) and a director of The Standard Steamship Owners' Protection and Indemnity Association Ltd. Mr. Teo Siong Seng previously served as an independent non-executive director of the Company and COSCO SHIPPING Development Co., Ltd. (中遠海運發展股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 601866) and the Stock Exchange (stock code: 2866)). He is also currently an independent non-executive director of COSCO SHIPPING Energy Transportation Co., Ltd. (中遠海運能源運輸股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600026) and the Stock Exchange (stock code: 1138)). Mr. Teo has extensive experience in corporate governance in terms of shipping companies and listed companies.

## **PROPOSED RE-ELECTION OF SUPERVISORS**

According to article 138 of the Articles of Association, the term of the office of each of the Supervisors is three years and the appointment of the chairman of the Supervisory Committee requires the approval by two-thirds of the members of the Supervisory Committee. Each of the Supervisors shall be eligible for re-election upon the end of term by Shareholders or by staff and workers of the Company through democratic election where appropriate.

The term of Supervisors shall expire at the forthcoming AGM and all incumbent Supervisors shall retire from offices and be eligible for re-election at the forthcoming AGM.

The Board is pleased to announce the nomination for re-election of:

- (i) Mr. Fu Xiangyang and Mr. Hao Wenyi as candidates of Supervisors representing the Shareholders; and
- (ii) Mr. Meng Yan and Mr. Zhang Jianping as candidates of independent Supervisors.

The above appointments shall take effect upon Shareholders' approval at the AGM.

In addition, nomination by the committee of employee representatives of Mr. Qian Weizhong and Mr. Fang Meng as employee Supervisors has been submitted to the general meeting of employee representatives for approval, which is not subject to election by Shareholders at the AGM according to relevant provisions.

## **GENERAL**

A circular containing further details of the Directors and the Supervisors nominated for election or re-election, together with the notice of the AGM, will be despatched to the Shareholders as soon as practicable in accordance with the relevant requirements under the Listing Rules and the Articles of Association.

## DEFINITIONS

*In this announcement, unless otherwise indicated in the context, the following expressions have the meaning set out below:*

“AGM”	the annual general meeting of the Company to be held in due course for the Shareholders to consider and approve the resolutions regarding, among other things, the propose re-election or election of Directors and/or Supervisors
“Articles of Association”	the articles of association of the Company as amended, revised or supplemented from time to time
“Board”	the board of Directors
“Company”	COSCO SHIPPING Holdings Co., Ltd.* (中遠海運控股股份有限公司), a joint stock limited company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1919) and the A Shares of which are listed on the Shanghai Stock Exchange (Stock Code: 601919)
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the shares of the Company
“Shareholder(s)”	the holder(s) of the share(s) of the Company

“Stock Exchange”                      The Stock Exchange of Hong Kong Limited  
“Supervisor(s)”                        the supervisor(s) of the Company  
“Supervisory  
Committee”                                the supervisory committee of the Company

By Order of the Board  
**COSCO SHIPPING Holdings Co., Ltd.**  
**Guo Huawei**  
*Company Secretary*

Shanghai, the People’s Republic of China  
30 March 2017

*As at the date of this announcement, the executive directors of the Company are Mr. WAN Min<sup>2</sup> (Chairman), Mr. HUANG Xiaowen<sup>1</sup> (Vice Chairman), Mr. XU Zunwu<sup>1</sup>, Mr. MA Jianhua<sup>2</sup>, Mr. WANG Haimin<sup>1</sup>, Mr. ZHANG Wei (張為)<sup>1</sup>, Mr. FENG Boming<sup>2</sup>, Mr. ZHANG Wei (張煒)<sup>2</sup>, Mr. CHEN Dong<sup>2</sup>, Dr. FAN HSU Lai Tai, Rita<sup>3</sup>, Mr. KWONG Che Keung, Gordon<sup>3</sup>, Mr. Peter Guy BOWIE<sup>3</sup> and Mr. YANG, Liang Yee Philip<sup>3</sup>*

<sup>1</sup> *Executive director*

<sup>2</sup> *Non-executive director*

<sup>3</sup> *Independent non-executive director*

\* *For identification purpose only*