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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of COSCO SHIPPING Holdings Co., Ltd.* (the “**Company**”) will be held at Conference Room, 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong and Ocean Hall, 5th Floor, Shanghai Ocean Hotel, No. 1171, Dong Da Ming Road, Shanghai, the PRC on Thursday, 30 August 2018 at 10:00 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions of the Company:

SPECIAL RESOLUTION

1. To consider and, if thought fit, to approve the proposed registration and issue of the medium-term notes (the “**Medium-Term Notes**”) and the super and short-term commercial paper (the “**Super and Short-Term Commercial Paper**”) in the PRC:

(A) the Company be authorized to register and issue the Medium-Term Notes on the following principal terms:

Issuer:	COSCO SHIPPING Holdings Co., Ltd.*
Market of issue:	Interbank market of the PRC
Registration amount:	RMB5 billion
Size of issue:	The proposed size of a single issue will not exceed RMB4 billion.
Interest rate:	The interest rate will be determined according to market conditions and the relevant regulatory requirements during the issue period.
Term of issue:	Not more than seven years from the date of issue.

Issue method:	The issue will be completed in a single tranche or multiple tranches and underwritten by qualified financial institutions engaged by the Company.
Target subscribers:	Institutional investors in the interbank bond market of the PRC (excluding those in respect of which subscription is prohibited under PRC laws and regulations).
Use of proceeds:	The proceeds will be primarily used for the repayment of the medium-term notes in an amount of RMB4 billion due for repayment.
Method of repayment:	Interests payable annually and repayment of principal upon maturity.
(B) the Company be authorized to register and issue the Super and Short-Term Commercial Paper on the following principal terms:	
Issuer:	COSCO SHIPPING Holdings Co., Ltd.*
Market of issue:	Interbank market of the PRC
Registration amount:	RMB10 billion
Size of issue:	The proposed size of a single issue will not exceed RMB4 billion.
Interest rate:	The interest rate will be determined according to market conditions and the relevant regulatory requirements during the issue period.
Term of issue:	Not more than 270 days from the date of issue.
Issue method:	The issue will be conducted through book-building, completed in a single tranche or multiple tranches, and underwritten by qualified financial institutions engaged by the Company.
Target subscribers:	Institutional investors in the interbank bond market of the PRC (excluding those in respect of which subscription is prohibited under PRC laws and regulations).
Use of proceeds:	The proceeds will be primarily used for the repayment of the medium-term notes in an amount of RMB4 billion due for repayment.
Method of repayment:	Repayment of principal and payment of interest upon maturity.

- (C) authorization be granted to any Director to decide and deal with the following in accordance with applicable laws, market conditions and opinions from regulatory departments and in the best interest of the Company:
- (i) confirm specific terms, conditions and other matters in relation to the Bond Issuance (including but not limited to the size of registration, the size of issue, the term, the issue price, interest rates or other calculation mechanisms, the timing of the issue, whether to issue in multiple tranches and number of tranches, whether terms of repurchase or redemption will be incorporated, the ratings arrangement, guarantee matters, the term for repayment of the principal and interest, the specific arrangement of the use of proceeds within the scope approved at the EGM and all relevant matters in relation to the Bond Issuance);
 - (ii) other matters in relation to the Bond Issuance, including but not limited to the engagement of intermediaries to deal with approval matters in relation to the issue; to handle relevant matters such as issuance, registration of bonds and debts and transaction liquidity; to amend and execute all necessary legal documents (including but not limited to the application for the issue of the bonds by the Company, registration report, offering document, underwriting agreement, various announcements and other documents for disclosure); and to disclose relevant information pursuant to the applicable regulatory rules; and
 - (iii) if there are any changes in the capital and debt position of the Company, policies of regulatory departments or market conditions, relevant adjustment may be made to the relevant matters, such as specific plan of the Bond Issuance, save for matters that require approval at a general meeting pursuant to relevant laws and regulations and the articles of association of the Company.

Upon approval at the EGM, the aforementioned authorization will remain effective during the valid registration period of the Bond Issuance.

ORDINARY RESOLUTION

2. To consider and approve the election of Mr. Xu Lirong as an executive director of the fifth session of the Board.

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

Shanghai, the People's Republic of China
16 July 2018

Notes:

1. For more information relating to resolutions no. 1 and no. 2, please refer to the announcement of the Company dated 13 July 2018 in relation to the proposed registration and issue of Medium-Term Notes and Super and Short-Term Commercial Paper in the PRC and the announcement of the Company dated 13 July 2018 in relation to the change of directors, respectively. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the announcement of the Company dated 13 July 2018 in relation to the proposed registration and issue of Medium-Term Notes and Super and Short-Term Commercial Paper in the PRC.
2. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, votes of the Shareholders at the EGM shall be taken by poll.
3. A Shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in his stead. A proxy needs not to be a Shareholder.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
5. In order to be valid, the form of proxy together with the power of attorney or other authorization document (if any) must be deposited at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) for holders of H shares as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the EGM if he so wishes.
6. The H share register of members of the Company will be closed from Tuesday, 31 July 2018 to Thursday, 30 August 2018, both days inclusive, during which period no transfer of the H shares of the Company will be effected. Shareholders whose names appear in the register of members of the Company on Monday, 30 July 2018 at 4:30 p.m. are entitled to attend and vote at the EGM. In order to attend and vote at the EGM, all transfer documents accompanied by relevant share certificates must be lodged with the H share register of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712 to 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 30 July 2018.
7. Shareholders who intend to attend the EGM in person or by proxy should return the reply slip to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, for holders of H shares not later than 20 days before the date of the EGM, i.e. Friday, 10 August 2018.
8. Shareholders or their proxies attending the EGM shall produce their identity documents. If the attending Shareholder is a corporate, its legal representative or person authorized by the board or other decision making authority shall present a copy of the relevant resolution of the board or other decision making authority in order to attend the EGM.
9. As at the date hereof, the directors of the Company are Mr. HUANG Xiaowen¹ (Vice Chairman), Mr. WANG Haimin¹, Mr. ZHANG Wei (張為)¹, Mr. FENG Boming², Mr. ZHANG Wei (張煒)², Mr. CHEN Dong², Mr. YANG, Liang Yee Philip³, Mr. WU Dawei³, Mr. ZHOU Zhonghui³ and Mr. Teo Siong Seng³.

¹ *Executive Director*

² *Non-executive Director*

³ *Independent non-executive Director*

* *For identification purpose only*