



中國遠洋控股股份有限公司
China COSCO Holdings Company Limited*

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

Revised form of proxy for the extraordinary general meeting to be held on
Thursday, 25 August 2016

I/We (note 1) _____
of _____
being the registered holder(s) of _____ (note 2)
shares of RMB1.00 each in the share capital of China COSCO Holdings Company Limited (the "Company", together with its subsidiaries, the "Group") HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (note 3) _____
of _____ as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company to 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, People's Republic of China on Thursday, 25 August 2016 at 10:30 a.m. (the "Meeting") (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting dated 11 July 2016 (the "Notice of Meeting") and the supplemental notice of the Meeting dated 8 August 2016 (the "Supplemental Notice") and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below.

SPECIAL RESOLUTIONS		For (note 4)	Against (note 4)	Abstain (note 4)
1.	To consider and approve the proposed amendments to the articles of association, the rules of procedures of the general meeting and the rules of procedures of the board of directors of the Company.			
2.	To consider and approve the proposed amendments to the rules of procedures of the supervisory committee of the Company.			
ORDINARY RESOLUTIONS		For (note 4)	Against (note 4)	Abstain (note 4)
3.	To consider and approve the change of the English name of the Company from "China COSCO Holdings Company Limited" to "COSCO SHIPPING Holdings Co., Ltd." and the Chinese name of the Company from "中國遠洋控股股份有限公司" to "中遠海運控股股份有限公司".			
4.	To consider and approve the provision of external guarantees mandate by the Company for the borrowings of COSCO Container Lines Co., Ltd. and its subsidiaries not exceeding US\$1 billion.			
5.	To consider and approve the acquisition of equity interests in eight offshore companies, including China Shipping (Romania) Agency Co. Ltd SRL, COSCO Poland Sp. zo.o., COSCO Russia Ltd., Cosren Shipping Agency (Pty) Ltd, Golden Sea Shipping Pte. Ltd., COSCO Lanka (Pvt) Ltd, COSCO Cambodia Pte Ltd and China Shipping México, S. de R.L. de C.V., by the Group.			

Date: _____

Signature(s) (note 5): _____

Notes:

- Full name(s) (in Chinese and English, as shown in the register of members) and registered address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the class and number of shares registered in the name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, please strike out the words "THE CHAIRMAN OF THE MEETING or" and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote in his stead. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK THE BOX MARKED "ABSTAIN" BESIDE THE APPROPRIATE RESOLUTION.** Any shares voted as "abstain" will be counted in the calculation of the required majority. If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This revised form of proxy must be signed by you or your attorney duly authorized in writing. In the case of a corporation, this revised form of proxy must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If this revised form of proxy is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
- In order to be valid, this revised form of proxy together with the power of attorney or other authorization document (if any) must be deposited at the Company's Hong Kong H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 24 hours before the time appointed for the holding of the Meeting or any adjournment thereof. Completion and return of the revised form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.
- Shareholders of the Company or their proxies attending the Meeting shall produce their identity documents.
- A proxy needs not to be a shareholder of the Company but must attend the Meeting in person to represent you.

9. If you have not lodged the form of proxy sent together with the Notice of Meeting dated 11 July 2016 (the “**First Form of Proxy**”) in accordance with the instructions printed thereon, you are requested to lodge this revised form of proxy (the “**Revised Form of Proxy**”) if you wish to appoint proxies to attend the Meeting on your behalf. In this case, the First Form of Proxy should not be lodged.
10. If you have already lodged the First Form of Proxy in accordance with the instructions printed thereon, you should note that:
 - (i). If no Revised Form of Proxy is lodged in accordance with the instructions printed thereon, the First Form of Proxy will be treated as a valid form of proxy lodged by you if duly completed. The proxy appointed under the First Form of Proxy will also be entitled to vote in accordance with the instructions previously given by you at your discretion (if no such instructions are given) on any resolution properly put to the Meeting, including the additional proposed resolution as set out in the Supplemental Notice.
 - (ii). If the Revised Form of Proxy is lodged in accordance with the instructions printed thereon at or before 24 hours before the time appointed for the Meeting or any adjournment thereof, the Revised Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by you. The Revised Form of Proxy will be treated as a valid form of proxy lodged by you if duly completed.
 - (iii). If the Revised Form of Proxy is lodged after 24 hours before the time appointed for the Meeting or any adjournment thereof, the Revised Form of Proxy will be deemed invalid. It will not revoke the First Form of Proxy previously lodged by you. The First Form of Proxy will be treated as a valid form of proxy lodged by you if duly completed. The proxy appointed under the First Form of Proxy will also be entitled to vote in accordance with the instructions previously given by you at your discretion (if no such instructions are given) on any resolution properly put to the Meeting, including the additional proposed resolution as set out in the Supplemental Notice.

* For identification purpose only.