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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)**

**CONTINUING CONNECTED TRANSACTION —  
CONCESSION AGREEMENT**

Reference is made to the Earlier Announcements and Circular in relation to the Concession Agreement entered into among COSCO SHIPPING Ports, PCT (a wholly-owned subsidiary of COSCO SHIPPING Ports and therefore an indirect non wholly-owned subsidiary of the Company) and PPA.

On 10 August 2016, a party to the Concession Agreement, PPA, became a subsidiary of COSCO (Hong Kong), which is a subsidiary of COSCO SHIPPING, the indirect controlling shareholder of the Company. PPA has therefore become a connected person of the Company. Continuing transactions under the Concession Agreement have therefore become continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14A.60(1) of the Listing Rules, the Company is required to comply with the annual review and disclosure requirements under Chapter 14A of the Listing Rules in respect of the Concession Agreement. In the event that the Concession Agreement is varied or renewed, the Company will comply with the relevant requirements under Chapter 14A of the Listing Rules.

**INTRODUCTION**

Reference is made to the Earlier Announcements and Circular in relation to the Concession Agreement entered into among COSCO SHIPPING Ports, PCT (a wholly-owned subsidiary of COSCO SHIPPING Ports and therefore an indirect non wholly-owned subsidiary of the Company) and PPA.

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## **CONCESSION AGREEMENT**

Under the Concession Agreement, in consideration of the payments contemplated thereunder (which include, among others, two fixed annual fees, and a variable annual concession fee based on the aggregate revenue of PCT for Pier 2 and Pier 3, including, following construction of the western part of Pier 3, the turnover generated by the western part of Pier 3), (a) PPA has granted a concession to PCT, (i) for the development, operation and utilisation of Pier 2 and (ii) for the construction, operation and utilisation of the eastern part of Pier 3 and the western part of Pier 3; and (b) PCT has agreed to construct and put into operation, on behalf of PPA, a new oil pier on the southern part of pier 3 of the Piraeus Port (at PPA's costs).

The concession is for an initial term of 30 years (which commenced on 1 October 2009), with a mandatory extension for a term of 5 years subject to PCT's fulfillment of its obligations to construct the eastern part of Pier 3 in accordance with the timetable agreed in the Concession Agreement.

Please refer to the Earlier Announcements and Circular for further details of the Concession Agreement.

## **CONNECTED RELATIONSHIP**

COSCO SHIPPING is the indirect controlling shareholder of the Company. COSCO (Hong Kong) is a wholly-owned subsidiary of COSCO SHIPPING. On 10 August 2016, PPA became a subsidiary of COSCO (Hong Kong) and therefore a connected person of the Company.

## **LISTING RULES IMPLICATIONS**

Continuing transactions under the Concession Agreement have become continuing connected transactions for the Company because PPA has become a connected person of the Company.

Pursuant to Rule 14A.60(1) of the Listing Rules, the Company is required to comply with the annual review and disclosure requirements under Chapter 14A of the Listing Rules in respect of the Concession Agreement. In the event that the Concession Agreement is varied or renewed, the Company will comply with the relevant requirements under Chapter 14A of the Listing Rules.

## **REASONS FOR AND BENEFITS OF THE CONCESSION AGREEMENT**

The reasons for and benefits of the Concession Agreement have been disclosed in the Earlier Announcements and Circular. In view of the commercial and strategic importance as well as the growth potential of the container terminals at Piraeus Port, the board of directors of COSCO SHIPPING Ports considers that the Concession Agreement continues to represent a good opportunity for COSCO SHIPPING Ports to invest in a major container terminal outside China and is in line with the COSCO SHIPPING Ports' strategy to become a leading global port operator.

## **DIRECTOR'S CONFIRMATION**

The independent non-executive Directors (except Dr. FAN HSU Lai Tai, Rita, an independent non-executive Director, who has voluntarily abstained from giving opinions by reason that she serves as independent non-executive director in both the Company and COSCO SHIPPING Ports) are of the view that the transactions under the Concession Agreement are entered into in the ordinary and usual course of business of the Group and on normal commercial terms and that the terms thereof are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **GENERAL INFORMATION**

### **The Group**

The Group provides a wide range of container shipping and terminal services covering the whole shipping value chain for both international and domestic customers.

### **The COSCO SHIPPING Ports Group**

The COSCO SHIPPING Ports Group is principally engaged in the businesses of managing and operating terminals, and related businesses.

### **PCT**

PCT is a wholly-owned subsidiary of the COSCO SHIPPING Ports in Greece. PCT is principally engaged in the businesses of operating Pier 2 and Pier 3, including general cargo and container terminals and related operations.

## **PPA**

The major activities of PPA are the operation of Piraeus Port, including passenger cruise ship, passenger and car ferry terminals, car terminals, general cargo and container terminals, an oil pier, ship yard terminals services and related operations. It is also responsible for the maintenance of port facilities, the supply of port services (supply of water, electric current and telephone connections, etc.). PPA is listed on the Athens Stock Exchange.

## **Piraeus Port**

Piraeus Port is the hub for the connection of continental Greece with the islands, an international cruise center and a commercial hub of the Mediterranean. It is located in the commercially and strategically important shipping lane servicing, among other areas, Europe, North Africa and the Mediterranean.

## **DEFINITIONS**

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

“Board”	the board of directors of the Company
“Company”	China COSCO Holdings Company Limited* (中國遠洋控股股份有限公司), 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 in the PRC (Stock Code: 601919)
“Concession Agreement”	the concession agreement dated 25 November 2008 entered into among PPA, PCT and COSCO SHIPPING Ports, as amended by the amendment agreement dated 20 December 2014 entered into between PCT and PPA
“connected person(s)”	has the meaning ascribed thereto in the Listing Rules

“COSCO SHIPPING Ports”	COSCO SHIPPING Ports Limited (formerly known as COSCO Pacific Limited), a limited liability company incorporated in Bermuda, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code:1199) and a non-wholly owned subsidiary of the Company
“COSCO SHIPPING Ports Group”	COSCO SHIPPING Ports and its subsidiaries
“COSCO SHIPPING”	China COSCO Shipping Corporation Limited* (中國遠洋海運集團有限公司), a Chinese state-owned enterprise and the indirect controlling shareholder of the Company
“COSCO (Hong Kong)”	COSCO (Hong Kong) Group Limited, a company incorporated in Hong Kong and a subsidiary of COSCO SHIPPING
“Director(s)”	the director(s) of the Company
“Earlier Announcements and Circular”	the announcements of the Company dated 29 October 2008, 25 November 2008, 12 November 2013, 28 November 2014 and 22 December 2014 and the circular of the Company dated 15 December 2008
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PCT”	Piraeus Container Terminal S.A., a company established in Greece and a wholly-owned subsidiary of COSCO SHIPPING Ports, the concessionaire of the concession under the Concession Agreement
“Pier 2”	pier 2 of the Piraeus Port
“Pier 3”	the eastern part of pier 3 of the Piraeus Port and western part of pier 3 of the Piraeus Port
“PPA”	Piraeus Port Authority S.A., a company established in Greece, the grantor of the concession under the Concession Agreement

“PRC”	the People’s Republic of China
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto in the Listing Rules

*For the purposes of this announcement, the English or Chinese name with an asterisk (\*) is an unofficial English or Chinese (as the case may be) transliteration or translation and is for identification purposes only*

By Order of the Board  
**China COSCO Holdings Company Limited**  
**GUO Huawei**  
*Company Secretary*

Shanghai, the People’s Republic of China  
17 August 2016

*As at the date of this announcement, the directors of the Company are Mr. WAN Min<sup>2</sup> (Chairman), Mr. HUANG Xiaowen<sup>1</sup> (Vice Chairman), Ms. SUN Yueying<sup>2</sup>, Mr. SUN Jiakang<sup>1</sup>, Mr. YE Weilong<sup>1</sup>, Mr. WANG Yuhang<sup>2</sup>, Mr. XU Zunwu<sup>1</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*