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**THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this supplemental circular or as to the action you should take, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **COSCO SHIPPING Ports Limited**, you should at once hand this supplemental circular and the accompanying revised proxy form to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this supplemental circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this supplemental circular.

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**SUPPLEMENTAL CIRCULAR IN RELATION TO  
RE-ELECTION OF RETIRING DIRECTORS  
AND  
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

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The Supplemental Circular should be read together with the circular issued by COSCO SHIPPING Ports Limited to the shareholders of the Company dated 15 April 2020 (the “**Circular**”). Capitalised terms used on this cover page shall have the same meanings as those defined in the Circular unless otherwise stated.

A notice convening the AGM to be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Thursday, 21 May 2020 at 2:30 p.m. is set out in the Circular. The Supplemental Notice is set out on pages 7 and 8 of the Supplemental Circular.

**PRECAUTIONARY MEASURES FOR THE EPIDEMIC AT THE ANNUAL GENERAL MEETING**

Please see page 1 of the Circular for precautionary measures that will be implemented by the Company at the AGM to prevent the spreading of the novel coronavirus, which are extracted below for your ease of reference:

- (1) Compulsory body temperature checks
- (2) Submission of health declaration form
- (3) Wearing of surgical face mask
- (4) No refreshments will be provided and no corporate gifts will be distributed

Attendees who do not comply with the precautionary measures (1) to (3) above may be denied entry to the AGM, at the absolute discretion of the Company, as permitted by law.

**The Company encourages Shareholders to consider appointing the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM as an alternative to attending the AGM in person.**

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This supplemental circular and the accompanying revised proxy form, in both English and Chinese versions, are available on the Company’s website at <https://ports.coscoshipping.com> (the “**Company Website**”).

Shareholders who have chosen or have been deemed consented to receive the corporate communications of the Company (the “**Corporate Communications**”) via the Company Website and who for any reason have difficulty in receiving or gaining access to this supplemental circular and the revised proxy form posted on the Company Website will promptly upon request be sent this supplemental circular and the revised proxy form in printed form free of charge.

Shareholders may at any time change their choice of the means of receipt (either in printed form or via the Company Website) and/or language(s) (either English only or Chinese only or both languages) of Corporate Communications.

Shareholders may send their request to receive this supplemental circular and the revised proxy form in printed form, and/or to change their choice of the means of receipt and/or language(s) of Corporate Communications by notice in writing to the Company’s Hong Kong Registrar and Transfer Office, Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong or by sending an email to the share registrar of the Company in Hong Kong at [coscoshipport-ecom@hk.tricorglobal.com](mailto:coscoshipport-ecom@hk.tricorglobal.com).

Shareholders who have chosen to receive printed copy of the Corporate Communications in either English or Chinese version will receive both English and Chinese versions of this supplemental circular and the accompanying revised proxy form since both languages are bound together into one booklet and sheet respectively.

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LETTER FROM THE CHAIRMAN

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**COSCO SHIPPING Ports Limited**  
**中遠海運港口有限公司**

*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 1199)

**Directors:**

Mr. FENG Boming<sup>1</sup> (*Chairman*)  
Mr. ZHANG Dayu<sup>1</sup> (*Managing Director*)  
Mr. DENG Huangjun<sup>1</sup>  
Mr. ZHANG Wei<sup>2</sup>  
Mr. CHEN Dong<sup>2</sup>  
Dr. WONG Tin Yau, Kelvin<sup>1</sup>  
Dr. FAN HSU Lai Tai, Rita<sup>3</sup>  
Mr. Adrian David LI Man Kiu<sup>3</sup>  
Mr. LAM Yiu Kin<sup>3</sup>  
Prof. CHAN Ka Lok<sup>3</sup>  
Mr. YANG Liang Yee Philip<sup>3</sup>

**Registered Office:**

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

**Principal Place of Business:**

49th Floor, COSCO Tower  
183 Queen's Road Central  
Hong Kong

**General Counsel & Company Secretary:**

Ms. HUNG Man, Michelle

<sup>1</sup> Executive Director

<sup>2</sup> Non-executive Director

<sup>3</sup> Independent Non-executive Director

5 May 2020

*To Shareholders,*

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR IN RELATION TO  
RE-ELECTION OF RETIRING DIRECTORS  
AND  
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

**1. INTRODUCTION**

The supplemental circular (the “**Supplemental Circular**”) shall be read together with the circular of the Company dated 15 April 2020 (the “**Circular**”). Unless otherwise stated, capitalised terms used in this Supplemental Circular shall have the same meanings as those defined in the Circular.

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## LETTER FROM THE CHAIRMAN

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The AGM will be held on 21 May 2020. The purpose of the Supplemental Circular is to provide you with (a) the supplemental notice of the AGM (the “**Supplemental Notice**”) (which is set out on pages 7 and 8 herein) and (b) information regarding (i) the change in the resolution to consider and approve the re-election of retiring Directors, and (ii) the special arrangements about completion and submission of the Revised Proxy Form (as defined below).

### 2. RE-ELECTION OF RETIRING DIRECTORS

Reference is made to the announcement of the Company dated 29 April 2020 in relation to the appointment of Mr. YANG Liang Yee Philip (“**Mr. YANG**”) as an Independent Non-executive Director of the Company with effect from 29 April 2020.

In accordance with Clause 86(2) of the Bye-laws, Mr. YANG, who was appointed as an Independent Non-executive Director of the Company with effect from 29 April 2020 to fill a casual vacancy on the Board, shall hold office until the next following general meeting of the Company and, being eligible, has offered himself for re-election at the AGM. Therefore, an additional resolution will be proposed at the AGM to approve the re-election of Mr. YANG as Director.

In accordance with the nomination policy of the Company, the Nomination Committee has reviewed the biography of Mr. YANG, and taking into consideration his knowledge, experience, capability and various diversity aspects as set out in the board diversity policy of the Company, the Nomination Committee has formed the view that Mr. YANG will be able to contribute to the Board with his perspectives, skills and experience. In addition, Mr. YANG has made a confirmation of independence pursuant to the independence guidelines set out in Rule 3.13 of the Listing Rules to the Company.

Taking into consideration the above, the Board has formed the view that Mr. YANG is independent in accordance with the independence guidelines. The Board also accepted the nomination by the Nomination Committee and recommended Mr. YANG to stand for re-election by the Shareholders at the AGM.

In view of the above, the resolutions under item numbered 3 relating to the re-election of the retiring Directors as set out in the AGM Notice in the Circular should be deleted in its entirety and replaced by the new resolutions under item numbered 3 as set out in the Supplemental Notice.

The biographical details of Mr. YANG are set out in the Appendix I to the Supplemental Circular.

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## LETTER FROM THE CHAIRMAN

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### 3. SUPPLEMENTAL NOTICE AND THE REVISED PROXY FORM

As a result of the appointment of a new Director subsequent to the dispatch of the Circular containing the AGM Notice and the proxy form (the “**Original Proxy Form**”) on 15 April 2020, the Supplemental Notice set out on pages 7 and 8 of the Supplemental Circular and the accompanying revised proxy form are for use at the AGM (the “**Revised Proxy Form**”). Save as disclosed above, all the resolutions originally proposed in the Circular will remain unchanged.

Please refer to the Circular and the AGM Notice for the details of other resolutions to be proposed in the AGM and other relevant matters.

Special arrangements about the completion and submission of the Revised Proxy Form are also set out in Appendix II to the Supplemental Circular. Shareholders who have appointed or intend to appoint a proxy/proxies to attend the AGM are requested to pay particular attention to the special arrangements set out therein. Shareholders are requested to complete the Revised Proxy Form in accordance with the instructions printed thereon and return it to the Company’s Hong Kong Registrar and Transfer Office, Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.

### 4. RECOMMENDATION

In addition to the recommendation contained in the Circular, the Directors believe that the proposed re-election of Mr. YANG as Director as set out in the Supplemental Circular is in the best interest of the Company and the Shareholders. Accordingly, the Directors recommend that all Shareholders should vote in favour of the relevant resolution to be proposed at the AGM.

### 5. GENERAL

Should there be any discrepancies between the Chinese and English versions of the Supplemental Circular, the English version shall prevail.

Yours faithfully,  
For and on behalf of  
**COSCO SHIPPING Ports Limited**  
**FENG Boming**  
*Chairman*

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## APPENDIX I      BIOGRAPHICAL DETAILS OF THE RETIRING DIRECTOR

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The details of Mr. YANG Liang Yee Philip, the retiring Director proposed to be re-elected at the AGM, are set out as follow:

**Mr. YANG Liang Yee Philip**, aged 71, has been an Independent Non-executive Director of the Company since April 2020. Mr. YANG is also an Independent Non-executive Director of COSCO SHIPPING Holdings Co., Ltd. (“**COSCO SHIPPING Holdings**”, a controlling shareholder of the Company which is dually listed in Hong Kong and Shanghai) and Orient Overseas (International) Limited (a subsidiary of COSCO SHIPPING Holdings which is listed in Hong Kong). He is a full-time arbitrator in international commercial and maritime arbitration, the Honorary Chairman of Hong Kong International Arbitration Centre, the member of the Expert Committee of China International Commercial Court of the Supreme People’s Court of China, the International Advisory Board of China International Economic and Trade Arbitration Commission, the Asian International Arbitration Centre in Malaysia, the Korean Commercial Arbitration Board, and the General Committee of Singapore Chamber of Maritime Arbitration.

Mr. YANG had been the Chairman of Hong Kong International Arbitration Centre, the Vice Chairman of the Documentary Committee of the Baltic International Maritime Council in Denmark, the President of Asia-Pacific Regional Arbitration Group, the Hong Kong representative of ICC International Court of Arbitration, the Chairman of the East Asia Branch of the Chartered Institute of Arbitrators.

Mr. YANG as a full-time arbitrator has extensive experience in dealing with cases related to international commercial, maritime and trade law and is very familiar with laws and practice in such areas. He acts as an arbitrator in Hong Kong, London, Singapore, Malaysia, Australia, Austria, Korea, the USA and Mainland China and has published/issued over 650 arbitration awards in the past over 30 years as a sole or co-arbitrator. He has also published many books and articles in English and Chinese on international commercial, maritime and trade law and practice. Mr. YANG has also devoted himself to the educational activities in various law schools in Hong Kong and Mainland China and is a visiting professor in more than ten universities.

Save as disclosed above, as at 29 April 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular (the “**Latest Practicable Date**”), Mr. YANG had not held any directorships in any listed public companies during the past three years, nor did he hold any other positions with the Company or other members of the Company and its subsidiaries or have any other relationships with any of the other Directors, senior management of the Company, substantial shareholders or controlling shareholders of the Company.

Pursuant to the letter of appointment entered into between the Company and Mr. YANG, Mr. YANG was appointed as an Independent Non-Executive Director of the Company for an initial term from 29 April 2020 to the conclusion of the AGM, and the term of appointment of Mr. YANG is subject to retirement and re-election in accordance with the Bye-laws of the Company. If Mr. YANG is re-elected at the AGM, a new letter of appointment will be entered into by the Company with him upon which he will be appointed for a term of approximately three years from the date of the AGM to the conclusion of the annual general meeting of the

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**APPENDIX I      BIOGRAPHICAL DETAILS OF THE RETIRING DIRECTOR**

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Company to be held in 2023 and subject to retirement by rotation and re-election in accordance with the Bye-laws. According to the letter of appointment, Mr. YANG will receive HK\$280,000 (or a pro rata amount for the duration of his directorship for an incomplete year) for the year ended 31 December 2020. The Director's fee of Mr. YANG is recommended by the Remuneration Committee of the Company and determined by the Board with reference to his duties and responsibilities and prevailing market conditions.

As at the Latest Practicable Date, Mr. YANG did not have any interest in the shares of the Company within the meaning of Part XV of The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, Mr. YANG confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

In the opinion of the Directors, other than the aforesaid matters, there are no other matters that need to be brought to the attention of the Shareholders in relation to the re-election of Mr. YANG as a Director.

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**APPENDIX II                      SPECIAL ARRANGEMENTS ABOUT COMPLETION AND  
SUBMISSION OF THE REVISED PROXY FORM**

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A Shareholder who has not yet lodged the Original Proxy Form with the Company's Hong Kong Registrar and Transfer Office is requested to lodge the Revised Proxy Form in accordance with the instructions printed thereon if the Shareholder wishes to appoint a proxy/proxies to attend the AGM on its/his/her behalf. In this case, the Original Proxy Form should not be lodged with the Company's Hong Kong Registrar and Transfer Office.

A Shareholder who has already lodged the Original Proxy Form with the Company's Hong Kong Registrar and Transfer Office should note that:

- (i) if no Revised Proxy Form is lodged with the Company's Hong Kong Registrar and Transfer Office, the Original Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy so appointed by the Shareholder under the Original Proxy Form will be entitled to vote at his discretion or abstain on any resolution properly put to the AGM other than those referred to in the AGM Notice, as supplemented by the Supplemental Notice, and the Original Proxy Form, as revised by the Revised Proxy Form;
- (ii) if the Revised Proxy Form is lodged with the Company's Hong Kong Registrar and Transfer Office at a time in any event not later than 48 hours before the time appointed for holding of the AGM or any adjournment thereof (the "**Closing Time**"), the Revised Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder and will revoke and supersede the Original Proxy Form previously lodged by the Shareholder; or
- (iii) if the Revised Proxy Form is lodged with the Company's Hong Kong Registrar and Transfer Office after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the Revised Proxy Form will be invalid and in the latter case, the validity of the Revised Proxy Form will be subject to the discretion of the Board. Whether or not the Revised Proxy Form is valid, it will revoke the Original Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy appointed under the Original Proxy Form will not be counted in any poll which may be taken on a proposed resolution. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form before the Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.

Shareholders are reminded that completion and delivery of the Original Proxy Form and/or the Revised Proxy Form will not preclude Shareholders from attending and voting at the AGM or any adjourned meeting should they so wish. Shareholders who have appointed or intend to appoint a proxy/proxies to attend the AGM are requested to pay attention to the special arrangements set out above.

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## SUPPLEMENTAL NOTICE OF AGM

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**COSCO SHIPPING Ports Limited**

**中遠海運港口有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1199)**

### SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

**This notice** is supplemental to the notice of the annual general meeting (the “**AGM**”) of COSCO SHIPPING Ports Limited (the “**Company**”) dated 15 April 2020 (the “**AGM Notice**”) to convene the AGM to be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Thursday, 21 May 2020 at 2:30 p.m..

Details of the proposed resolutions to be considered at the AGM were stated in the AGM Notice. Unless otherwise stated, terms defined herein shall have the same meanings as those defined in the circular of the Company dated 15 April 2020. Apart from the amendments stated below, all the information contained in the AGM Notice remains to be valid and effective.

#### **SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT:**

Due to the matters as set out in the supplemental circular of the Company dated 5 May 2020 (the “**Supplemental Circular**”), the resolutions under item numbered 3 stated in the AGM Notice should be deleted in its entirety and replaced by the following new resolutions under item numbered 3:

- “3. (i) (a) To re-elect Mr. DENG Huangjun as director of the Company
- (b) To re-elect Dr. WONG Tin Yau, Kelvin as director of the Company
- (c) To re-elect Dr. FAN HSU Lai Tai, Rita as director of the Company
- (d) To re-elect Mr. Adrian David LI Man Kiu as director of the Company
- (e) To re-elect Mr. YANG Liang Yee Philip as director of the Company
- (ii) To authorise the board of directors to fix the remuneration of the directors of the Company for the year ending 31 December 2020.”

Apart from the amendments set out above, all the information contained in the AGM Notice shall remain to have full force and effect.

By Order of the Board  
**COSCO SHIPPING Ports Limited**  
**HUNG Man, Michelle**  
*General Counsel & Company Secretary*

Hong Kong, 5 May 2020

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## SUPPLEMENTAL NOTICE OF AGM

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**Registered Office:**

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

**Principal Place of Business:**

49th Floor, COSCO Tower  
183 Queen's Road Central  
Hong Kong

*Notes:*

1. Details in respect of the above are set out in the Supplemental Circular.
2. A revised proxy form (the “**Revised Proxy Form**”) in connection with the above resolutions is enclosed with the Supplemental Circular.
3. Please refer to the AGM Notice for details of other resolutions to be proposed at the AGM and other relevant matters.
4. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more (if the relevant member holds more than one share) proxies to attend and vote on its/his/her behalf. A proxy need not be a member of the Company but must be present in person to represent the member.
5. To be valid, the Revised Proxy Form together with any power of attorney or other authority under which it is signed or a certified copy of such power or authority must be deposited at the Company's Hong Kong Registrar and Transfer Office, Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
6. Where there are joint holders of any shares in the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. Due to the constantly evolving novel coronavirus epidemic situation in Hong Kong, the Company may be required to change the arrangements for the meeting at short notice. Shareholders should check the “Announcements & Circulars” section of the “Investors” section of the Company's website at <https://ports.coscoshipping.com/en/Investors/AnnouncementsCirculars> for future announcements and updates on the meeting arrangements.