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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 People’s Republic of China on Wednesday, 29 December 2021 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.

Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 14 December 2021 (the “**Circular**”).

**ORDINARY RESOLUTION**

1. To consider and approve the election of Mr. Wan Min as an executive Director of the sixth session of the Board.

**SPECIAL RESOLUTIONS**

2. To consider and approve the grant of the A Share Repurchase Mandate:

**“THAT**

The Board be authorised to repurchase an aggregate number of A Shares with the self-raised funds during the Relevant Period not exceeding 10% of the total number of A Shares in issue as at the date on which the resolution in relation to the grant of the A Share Repurchase Mandate is considered and approved at the EGM, the A Share Class Meeting and the H Share Class Meeting.

The Board be authorised to handle relevant matters in relation to the repurchase of A Shares, including but not limited to:

- (i) formulate and implement the detailed repurchase plan, including but not limited to determining the timing of repurchase, period of repurchase, repurchase price, number of Shares to be repurchased, and allocation of funds pursuant to the requirements under the laws and regulations including the Company Law, listing rules of the places where the Shares are listed and the Articles of Association;
- (ii) open securities account(s) or capital account(s) designated for the repurchase of A Shares; and
- (iii) carry out relevant approval or filing procedures (if applicable) pursuant to the applicable laws and regulations, listing rules of the places where the Shares are listed and regulatory requirements;
- (iv) make amendments to the repurchase plan and continue to handle matters relevant to repurchase of A Shares in accordance with the relevant requirements of the PRC, the government departments and securities regulatory authorities as well as the market conditions and the actual operational situation of the Company where there are new policy requirements on share repurchase under the laws and regulations or by securities regulatory authorities, or where there are changes in the market conditions, except for those subject to re-voting at the general meetings pursuant to the requirements of relevant laws and regulations and the Articles of Association; and
- (v) execute and handle all other documents and deal with all other matters relating to the repurchase of A Shares.

The aforementioned authorised matters may be delegated by the Board to the management of the Company, except for matters stipulated under laws, administrative regulations, rules of the China Securities Regulatory Commission, regulatory documents or the Articles of Association that are required to be resolved by the Board.

For the purpose of the A Share Repurchase Mandate, “Relevant Period” means the period from the date of passing of the special resolution in respect of the grant of the A Share Repurchase Mandate at the EGM, the A Share Class Meeting and the H Share Class Meeting until whichever is the earliest of:

- (i) the conclusion of the 2021 annual general meeting of the Company; or
- (ii) the date on which the A Share Repurchase Mandate set out in this special resolution is revoked or varied by way of a special resolution at any general meeting, class meeting of the A Shareholders and class meeting of the H Shareholders.

If within the Relevant Period, the Board or a person authorised by the Board has signed the necessary documents and handled necessary procedures, and such documents, procedures may need to be performed or carried out at or after the end of the Relevant Period, or continued after the end of the Relevant Period, the Relevant Period will be extended accordingly.

The Board shall exercise its power under the A Share Repurchase Mandate only if it complies with the Company Law, the Securities Law and the listing rules of the places where the Shares are listed, as amended from time to time, and obtains all necessary approvals from the relevant regulatory authorities.”

3. To consider and approve the grant of the H Share Repurchase Mandate:

**“THAT**

The Board be authorised to repurchase an aggregate number of H Shares with the self-raised funds during the Relevant Period not exceeding 10% of the total number of H Shares in issue as at the date on which the resolution in relation to the grant of the H Share Repurchase Mandate is considered and approved at the EGM, the A Share Class Meeting and the H Share Class Meeting.

The Board be authorised to handle relevant matters in relation to the repurchase of H Shares, including but not limited to:

- (i) formulate and implement the detailed repurchase plan, including but not limited to determining the timing of repurchase, period of repurchase, repurchase price, number of Shares to be repurchased, and allocation of funds pursuant to requirements under the laws and regulations including the Company Law, listing rules of the places where the Shares are listed and the Articles of Association;
- (ii) open securities account(s) or any other capital account(s) designated for the repurchase of H Shares, and handle relevant procedures for change of foreign exchange registration; and
- (iii) carry out relevant approval or filing procedures (if applicable) pursuant to the applicable laws and regulations, listing rules of the places where the Shares are listed and regulatory requirements;

- (iv) make amendments to the repurchase plan and continue to handle matters relevant to repurchase of H Shares in accordance with the relevant requirements of the PRC, the government departments and securities regulatory authorities as well as the market conditions and the actual operational situation of the Company where there are new policy requirements on share repurchase under the laws and regulations or by securities regulatory authorities, or where there are changes in the market conditions, except for those subject to re-voting at the general meetings pursuant to the requirements of relevant laws and regulations and the Articles of Association; and
- (v) execute and handle all other documents and deal with all other matters relating to the repurchase of H Shares.

The aforementioned authorised matters may be delegated by the Board to the management of the Company, except for matters stipulated under laws, administrative regulations, rules of the China Securities Regulatory Commission, regulatory documents or the Articles of Association that are required to be resolved by the Board.

For the purpose of the H Share Repurchase Mandate, “Relevant Period” means the period from the date of passing of the special resolution in respect of the grant of the H Share Repurchase Mandate at the EGM, the A Share Class Meeting and the H Share Class Meeting until whichever is the earliest of:

- (i) the conclusion of the 2021 annual general meeting of the Company; or
- (ii) the date on which the H Share Repurchase Mandate set out in this special resolution is revoked or varied by way of a special resolution at any general meeting, class meeting of the A Shareholders and class meeting of the H Shareholders.

If within the Relevant Period, the Board or a person authorised by the Board has signed the necessary documents and handled necessary procedures, and such documents, procedures may need to be performed or carried out at or after the end of the Relevant Period, or continued after the end of the Relevant Period, the Relevant Period will be extended accordingly.

The Board shall exercise its power under the H Share Repurchase Mandate only if it complies with the Company Law, the Securities Law and the listing rules of the places where the Shares are listed, as amended from time to time, and obtains all necessary approvals from the relevant regulatory authorities.”

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

Shanghai, the People’s Republic of China

14 December 2021

*Notes:*

1. For more information relating to the abovementioned resolutions, please refer to the announcements of the Company dated 6 December 2021 in relation to, among other things, (i) the proposed appointment of Mr. Wan Min as an executive Director; and (ii) the proposed grant of the A Shares Repurchase Mandate and the H Shares Repurchase Mandate.
2. Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, 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/her 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/her attorney duly authorised 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 authorised 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 H Shareholders 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 or she so wishes.
6. The H share register of members of the Company will be closed from Wednesday, 22 December 2021 to Wednesday, 29 December 2021, both days inclusive, during which period no transfer of the H Shares will be effected. Shareholders whose names appear in the H share register of members of the Company on Wednesday, 22 December 2021 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 registrar 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 Tuesday, 21 December 2021.
7. Shareholders or their proxies attending the EGM shall produce their identity documents. If the attending Shareholder is a corporation, its legal representative or person authorised by the board or other decision making authority shall present a copy of the relevant resolutions of the board or other decision making authority in order to attend the EGM.
8. As at the date hereof, the Directors are Mr. HUANG Xiaowen<sup>1</sup> (Vice Chairman), Mr. YANG Zhijian<sup>1</sup>, Mr. FENG Boming<sup>1</sup>, Mr. WU Dawei<sup>2</sup>, Mr. ZHOU Zhonghui<sup>2</sup>, Mr. TEO Siong Seng<sup>2</sup> and Prof. MA, Si Hang Frederick<sup>2</sup>.

<sup>1</sup> Executive Director

<sup>2</sup> Independent non-executive Director

\* *For identification purpose only*