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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for independent advice.

If you have sold or transferred all your shares in CSSC (Hong Kong) Shipping Company Limited (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer, other registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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CSSC (Hong Kong) Shipping Company Limited

中國船舶(香港)航運租賃有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 3877)

PROPOSALS FOR

(1) GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES;

(2) DECLARATION OF FINAL DIVIDEND;

(3) RE-ELECTION OF RETIRING DIRECTORS;

(4) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF

AMENDED AND RESTATED ARTICLES OF ASSOCIATION; AND

(5) NOTICE OF ANNUAL GENERAL MEETING

Capitalised terms used in this cover page shall have the same meanings as those defined in the section headed “DEFINITIONS” of this circular.

A notice convening the annual general meeting of the Company to be held at 1801, 18/F, World-wide House, 19 Des Voeux Road Central, Hong Kong on Thursday, 30 June 2022 at 2:30 p.m. is set out on pages 26 to 33 of this circular. A form of proxy for use at the annual general meeting is also enclosed. Such form of proxy is also published on the website of the Stock Exchange (www.hkexnews.hk). Whether or not you are able to attend the annual general meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the annual general meeting or any adjournment thereof, i.e. before 2:30 p.m. on Tuesday, 28 June 2022. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Annual General Meeting (or any adjournment thereof) if they so wish.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

Please see page 3 of this circular for the measures being taken to try to prevent and control the spread of the Novel Coronavirus at the Annual General Meeting, including:

- **compulsory body temperature checks and health declarations**
- **wearing of a surgical face mask for each attendee**
- **no distribution of corporate gifts and refreshment**

Any person who does not comply with the precautionary measures or is subject to any Hong Kong Government prescribed quarantine may be denied entry into the meeting venue. The Company reminds Shareholders that they may appoint the chairman of the Annual General Meeting as their proxy to vote on the relevant resolution(s) at the Annual General Meeting as an alternative to attending the Annual General Meeting in person.

Hong Kong, 30 May 2022

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DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held at 1801, 18/F, World-wide House, 19 Des Voeux Road Central, Hong Kong on Thursday, 30 June 2022 at 2:30 p.m., and any adjournment thereof and notice of which is set out on pages 26 to 33 of this circular
“Articles of Association”	the articles of association of the Company, as amended from time to time, and the “Article” shall mean an article of the Articles of the Association
“Audit Committee”	the audit committee of the Company
“Board”	the board of Directors
“China Shipbuilding Group”	China State Shipbuilding Corporation (中國船舶集團有限公司), a wholly state-owned limited liability company established under the laws of the PRC on 8 November 2019, being the sole shareholder of CSSC Group, and one of the controlling Shareholders of the Company
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
“Company”	CSSC (Hong Kong) Shipping Company Limited (中國船舶(香港)航運租賃有限公司), a company incorporated under the laws of Hong Kong with limited liability on 25 June 2012, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 3877)
“controlling shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“CSSC Group”	China State Shipbuilding Corporation* (中國船舶工業集團有限公司), a wholly state-owned limited liability company established under the laws of the PRC on 29 June 1999, and one of the controlling shareholders of the Company
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

DEFINITIONS

“Issue Mandate”	a general mandate proposed to be granted to the Directors at the Annual General Meeting to allot, issue and deal with Shares up to 20% of the total number of issued Shares as at the date of passing of the relevant resolution granting such mandate
“Latest Practicable Date”	25 May 2022, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Date”	17 June 2019, being the date on which dealings in the Shares first commenced on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“Nomination Committee”	the nomination committee of the Company
“Remuneration Committee”	the remuneration committee of the Company
“Repurchase Mandate”	a general mandate proposed to be granted to the Directors at the Annual General Meeting to repurchase Shares not exceeding 10% of the total number of the issued Shares as at the date of passing of the relevant resolution granting such mandate
“Securities and Futures Ordinance”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong, as amended, supplemented or otherwise modified from time to time
“%”	per cent

If there is any inconsistency between the Chinese names of entities or enterprises established in the People’s Republic of China and their English translations, the Chinese names shall prevail. The English translations of company names in Chinese which are marked with “” are for identification purpose only.*

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

At the time of publishing this circular, the Novel Coronavirus pandemic is still developing in Hong Kong. As such, the Company will implement the following precautionary measures at the Annual General Meeting to protect attending Shareholders, staff and other stakeholders from the risk of infection:

- (i) Compulsory body temperature checks will be conducted for every Shareholder, proxy or other attendee at each entrance of the meeting venue. Any person with a body temperature of over 37.4 degrees Celsius or is exhibiting flu-like symptoms, or is subject to any Hong Kong Government prescribed quarantine requirement may be denied entry into the meeting venue or be required to leave the meeting venue.
- (ii) Each attendee will be required to wear a surgical face mask prior to admission to the meeting venue and throughout the Annual General Meeting.
- (iii) No refreshment will be served, and there will be no corporate gifts.

In addition, the Company reminds all Shareholders that physical attendance in person at the Annual General Meeting is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the Annual General Meeting as their proxy to vote on the relevant resolution(s) at the Annual General Meeting instead of attending the Annual General Meeting in person, by completing and returning the form of proxy attached. If any Shareholder chooses not to attend the Annual General Meeting in person but has any question about any resolution or about the Company, or has any matter for communication with the Board, he/she is welcome to send such question or matter in writing to our registered office.

In the event that the Novel Coronavirus situation requires the date and/or place of the Annual General Meeting to be changed, the Company will, as soon as practicable, publish a notice on the website of the Stock Exchange at www.hkexnews.hk and its website at <http://www.csscshipping.cn> to notify Shareholders of the date, time and place of the rescheduled meeting.

If any Shareholder has any question relating to the Annual General Meeting, please contact Computershare Hong Kong Investor Services Limited, the Company's share registrar:

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East, Wan Chai, Hong Kong
Online Enquiries: https://www.computershare.com/hk/en/online_feedback
Tel: 2862 8555
Fax: 2865 0990

LETTER FROM THE BOARD

CSSC (Hong Kong) Shipping Company Limited

中國船舶(香港)航運租賃有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 3877)

Executive Director:

Mr. Zhong Jian (*Chairman*)

Registered office:

1801, 18/F, World-wide House

19 Des Voeux Road Central

Hong Kong

Non-executive Directors:

Mr. Li Wei

Mr. Zou Yuanjing

Independent non-executive Directors:

Mdm. Shing Mo Han Yvonne

Mr. Li Hongji

Mr. Wang Dennis

30 May 2022

Dear Shareholders,

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE SHARES AND
REPURCHASE SHARES;
(2) DECLARATION OF FINAL DIVIDEND;
(3) RE-ELECTION OF RETIRING DIRECTORS;
(4) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND ADOPTION OF
AMENDED AND RESTATED ARTICLES OF ASSOCIATION;
AND
(5) NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to give you the notice of Annual General Meeting and the following proposals to be put forward at the Annual General Meeting: (1) granting of the Issue Mandate to issue Shares and the Repurchase Mandate to repurchase Shares; (2) the declaration of a final dividend; (3) the re-election of the retiring Directors; and (4) the proposed amendments to the Articles of Association and adoption of amended and restated Articles of Association.

LETTER FROM THE BOARD

ISSUE MANDATE

In order to ensure flexibility and give discretion to the Directors, in the event that it becomes desirable for the Company to issue any new Shares and to make or grant offers, agreements and/or options (including bonds, warrants and debentures convertible into Shares), approval is to be sought from the Shareholders, pursuant to the Listing Rules, for the Issue Mandate to issue Shares. At the Annual General Meeting, an ordinary resolution numbered 5(A) will be proposed to grant the Issue Mandate to the Directors to exercise all the powers of the Company to allot, issue and deal with the Shares up to 20% of the total number of issued Shares as at the date of passing of the resolution in relation to the Issue Mandate.

As at the Latest Practicable Date, the Company has 6,136,066,234 Shares in issue. Subject to the passing of the ordinary resolution numbered 5(A) and on the basis that no further Shares are issued or repurchased after the Latest Practicable Date and up to the date of the Annual General Meeting, the Company will be allowed to issue a maximum of 1,227,213,246 Shares.

In addition, subject to a separate approval of the ordinary resolution numbered 5(C), the number of Shares repurchased by the Company under ordinary resolution numbered 5(B) will also be added to extend the limit under the Issue Mandate as mentioned in ordinary resolution numbered 5(A) provided that such additional amount of Shares shall not exceed 10% of the total number of issued Shares as at the date of passing of the resolutions in relation to the Issue Mandate and the Repurchase Mandate.

REPURCHASE MANDATE

An ordinary resolution numbered 5(B) will be proposed by the Company at the Annual General Meeting to grant the Repurchase Mandate to the Directors to exercise all the powers of the Company to repurchase Shares representing up to 10% of the total number of issued Shares as at the date of passing of the resolution in relation to the Repurchase Mandate.

An explanatory statement required by the Listing Rules to be sent to the Shareholders in connection with the Repurchase Mandate is set out in Appendix I to this circular. The explanatory statement contains all information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the relevant resolution at the Annual General Meeting.

LETTER FROM THE BOARD

DECLARATION OF FINAL DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

The Board has recommended the payment of a final dividend of HK\$0.06 per Share in respect of the year ended 31 December 2021. Conditional upon the passing of ordinary resolution numbered 2 by the Shareholders at the Annual General Meeting, the register of members of the Company will be closed from 7 July 2022 to 11 July 2022 (both dates inclusive), during which period no transfer of Shares will be registered and the final dividend is expected to be paid on 29 July 2022. Shareholders whose names appear on the Company's register of members on 11 July 2022 will be entitled to the final dividend. The final dividend will be paid in Hong Kong dollars. In order to be eligible for receiving the final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on 6 July 2022.

RE-ELECTION OF RETIRING DIRECTORS

Pursuant to Article 99 of the Articles of Association, Mr. Zou Yuanjing and Mr. Li Hongji shall retire by rotation at the Annual General Meeting, and being eligible for re-election at the Annual General Meeting.

In assessing the re-election of Mr. Li Hongji, the Nomination Committee has considered the wide range of skills, knowledge and experience of Mr. Li Hongji in law, risk management and corporate governance. The Nomination Committee has recommended to the Board that Mr. Li Hongji is eligible for re-election. The nomination was made in accordance with the diversity aspects (including but not limited to gender, age, cultural and educational background, knowledge, years of service and working status) as set out in the nomination policy and board diversity policy, as well as the consideration by the Nomination Committee and the Board regarding his contribution to the Board and his commitment to his position.

Mr. Li Hongji has served the Board as an independent non-executive Director since 6 May 2019. He has made an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules. The Board is satisfied that, taking into account, inter alia, the valuable independent judgement, advice and objective views contributed by Mr. Li Hongji, he is of relevant character, integrity and experience commensurate with office of independent non-executive Director. The Board is not aware of any circumstance that might influence the independence of Mr. Li Hongji.

Based on the abovementioned considerations, the Board, on the recommendation of the Nomination Committee, would recommend Mr. Li Hongji for re-election at the Annual General Meeting.

Details of the Directors who are subject to re-election at the Annual General Meeting are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules.

LETTER FROM THE BOARD

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

To further enhance its corporate governance so as to comply with the relevant requirements of the applicable laws of Hong Kong and the Listing Rules (in particular, Appendix 3 to the Listing Rules, as amended with effect from 1 January 2022), as well as to make other house-keeping amendments to the Articles of Association, the Board has resolved to propose amendments to certain Articles of the Articles of Association (the “**Proposed Amendments**”), and to adopt the amended and restated Articles of Association in substitution for, and to the exclusion of, the Articles of Association, on 25 March 2022. The Proposed Amendments and the proposed adoption to the amended and restated Articles of Association are subject to the approval of the Shareholders by way of special resolution at the Annual General Meeting. Save as the Proposed Amendments, the other provisions of the Articles of Association remain unchanged. The Proposed Amendments and the proposed adoption to the amended and restated Articles of Association shall become effective upon the approval from the Shareholders at the Annual General Meeting. The Directors are of the opinion that the Proposed Amendments and the proposed adoption to the amended and restated Articles of Association are in the interests of the Company and the Shareholders as a whole. The legal advisers of the Company as to Hong Kong laws have confirmed to the Company that the Proposed Amendments conform with the relevant parts of Appendix 3 to the Listing Rules and, on the whole, are not inconsistent with the Listing Rules and the laws of Hong Kong. Details of the Proposed Amendments are set out in Appendix III to this circular.

NOTICE OF ANNUAL GENERAL MEETING

Set out on pages 26 to 33 of this circular is the notice of the Annual General Meeting at which, inter alia, ordinary resolutions will be proposed to the Shareholders to consider and approve the granting of the Issue Mandate and the Repurchase Mandate to the Directors, the declaration of a final dividend and the re-election of the retiring Directors, and a special resolution will also be proposed to the Shareholders to consider and approve the Proposed Amendments and the proposed adoption to the amended and restated Articles of Association.

None of the Directors is required to abstain from voting at the Annual General Meeting pursuant to the Listing Rules or the Articles of Association.

FORM OF PROXY

A form of proxy is enclosed for use at the Annual General Meeting. Such form of proxy is also published on the website of the Stock Exchange (www.hkexnews.hk). If you intend to attend the Annual General Meeting by proxy, you are required to duly complete the enclosed form of proxy according to the instructions printed thereon and return it to the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time fixed for holding the Annual General Meeting (i.e. before 2:30 p.m. on Tuesday, 28 June 2022) or any

LETTER FROM THE BOARD

adjournment thereof. Completion and return of the form of proxy shall not preclude a Shareholder from attending and voting in person at the Annual General Meeting if they so wish and in such event the form of proxy shall be deemed to be revoked.

VOTING BY POLL

Pursuant to the requirements under Rule 13.39(4) of the Listing Rules and Article 71 of the Articles of Association, any resolution put to the vote of the Shareholders at a general meeting shall be decided on a poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, each of the resolutions set out in the notice of the Annual General Meeting will be taken by way of poll.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she is the holder. A Shareholder entitled to more than one vote need not use all his/her votes or cast all the votes he/she uses in the same way.

The poll results will be published on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at <http://www.csscshipping.cn> on the same day after the conclusion of the Annual General Meeting.

RECOMMENDATION

The Directors consider that the proposed ordinary resolutions for the granting of the Issue Mandate and the Repurchase Mandate to the Directors, the declaration of the final dividend and the re-election of the retiring Directors, and the proposed special resolution for the amendments to the Articles of Association and adoption to the amended and restated Articles of Association are in the interests of the Group and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of all the resolutions to be proposed at the Annual General Meeting.

Yours faithfully,

By order of the Board

CSSC (Hong Kong) Shipping Company Limited

Zhong Jian

Chairman

The following is an explanatory statement required to be sent to the Shareholders under the Listing Rules in connection with the Repurchase Mandate. In addition, this appendix also constitutes the memorandum under Section 239 of the Companies Ordinance.

ISSUED SHARES

As at the Latest Practicable Date, the total number of issued Shares was 6,136,066,234 Shares. Subject to the passing of the resolution in relation to the granting of the proposed Repurchase Mandate, and on the basis that no further Shares are issued or repurchased before the Annual General Meeting, the Company will be allowed to repurchase a maximum of 613,606,624 Shares, which represent 10% of the total issued Shares, during the period ending on the earlier of the conclusion of the next annual general meeting of the Company, or the expiry of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws of Hong Kong to be held, or the day passing an ordinary resolution by the Shareholders at the general meeting revoking or varying such mandate.

REASONS FOR AND FUNDING OF REPURCHASES

The Directors believed that it is in the best interests of the Company and the Shareholders to have a general authority from the Shareholders to enable the Company to repurchase its Shares in the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the Company's net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and the Shareholders.

Repurchase of the Shares must be funded out of funds legally available for such purpose in accordance with the Articles of Association, the Listing Rules and the applicable laws of Hong Kong.

The Directors have no present intention to repurchase any Shares and they would only exercise the power to repurchase in circumstances where they consider that the repurchase would be in the best interests of the Company and the Shareholders as a whole. The Directors believe that if the Repurchase Mandate is exercised in full, the working capital and/or gearing position of the Company may be materially and adversely impacted, as compared with the positions disclosed in the audited consolidated financial statements of the Company as at 31 December 2021, being the date to which the latest published audited consolidated financial statements of the Company were made up. However, the Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or its gearing levels which, in the opinion of the Directors, are from time to time appropriate for the Company.

GENERAL

To the best of their knowledge after having made all reasonable enquiries, none of the Directors nor any of their close associates (as defined in the Listing Rules), have any present intention to sell any Shares to the Company and its subsidiaries.

The Directors have undertaken to the Stock Exchange that, where appropriate, they will exercise the Repurchase Mandate in accordance with the Listing Rules, the Articles of Association, the Companies Ordinance and other applicable laws of Hong Kong.

No core connected person of the Company (as defined in the Listing Rules) has notified the Company that he or she has a present intention to sell any Shares to the Company, or has undertaken not to do so, if the Repurchase Mandate is exercised.

TAKEOVERS CODE

If as a result of a repurchase of Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. Save as the aforesaid, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of any repurchase of Shares pursuant to the Repurchase Mandate.

As at the Latest Practicable Date, to the knowledge and belief of the Directors, the State-owned Assets Supervision and Administration Commission ("SASAC"), through China Shipbuilding Group, its wholly-owned subsidiary, which owns the entire shares in issue of CSSC International Holding Company Limited, was deemed to be interested in 4,602,046,234 Shares, representing approximately 75.0% of the Company's total issued Shares.

In the event that the Directors should exercise in full the Repurchase Mandate, the shareholding of SASAC in the Company will be increased to approximately 83.33% of the issued Shares. To the knowledge and belief of the Directors, such increase would not give rise to an obligation to make a mandatory offer under the Takeovers Code. The Directors have no present intention to repurchase the Shares to the extent that will trigger the obligations under the Takeovers Code to make a mandatory offer.

According to the requirements of the Listing Rules, if the repurchase of Shares on the Stock Exchange will result in the number of Shares held by the public being less than 25% of the total number of issued Shares (or such other percentage of the minimum public float as may be prescribed by the Listing Rules), the Directors will not exercise the Repurchase Mandate.

SHARE REPURCHASE MADE BY THE COMPANY

No repurchases of Shares have been made by the Company during the six months prior to the Latest Practicable Date (whether on the Stock Exchange or otherwise).

SHARE PRICES

The highest and lowest trading prices at which the Shares were traded on the Stock Exchange during the twelve months prior to the Latest Practicable Date were as follows:

Month	Highest trading prices <i>HK\$</i>	Lowest trading prices <i>HK\$</i>
2021		
May	1.61	1.22
June	1.76	1.43
July	1.52	1.07
August	1.34	1.14
September	1.41	1.21
October	1.24	1.11
November	1.15	1.01
December	1.19	1.04
2022		
January	1.28	1.08
February	1.24	1.11
March	1.16	0.93
April	1.39	1.07
May (up to the Latest Practicable Date)	1.43	1.17

APPENDIX II DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

The following are the particulars of the Directors (as required by the Listing Rules) proposed to be re-elected at the Annual General Meeting.

As at the Latest Practicable Date, none of the following Directors had any interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, none of the following Directors holds any position with the Company or any other member of the Group, or any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Save as disclosed herein, the following Directors are not otherwise related to any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules).

Save as disclosed herein, there is no other matter in relation to the following Directors that needs to be brought to the attention of the Shareholders and there is no other information relating to the following Directors which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

NON-EXECUTIVE DIRECTOR

Mr. Zou Yuanjing (鄒元晶), aged 60, is a non-executive Director appointed in September 2019.

Mr. Zou is currently serving as a director of Shanghai Waigaoqiao Shipbuilding Co., Ltd.* (上海外高橋造船有限公司), which is a subsidiary of the CSSC Group.

Mr. Zou previously served as an assistant to general manager and the deputy general manager of Jiangnan Shipyard (Group) Co., Ltd. (江南造船(集團)有限責任公司), the general manager of Shanghai Lupu Bridge Investment Development Co., Ltd. (上海盧浦大橋投資發展有限公司), and the deputy general manager of Shanghai Jiangnan Changxing Heavy Industry Co., Ltd.* (上海江南長興重工有限責任公司).

Mr. Zou obtained a bachelor's degree in naval architecture and ocean engineering from Harbin Engineering University (哈爾濱工程大學) in the PRC in 1984.

Mr. Zou has entered into an appointment letter with the Company for an initial term of three years from 25 September 2019.

In accordance with the Company's director salary management system and its appointment letter entered into with Mr. Zou, the remuneration for the year ended 31 December 2021 of Mr. Zou was nil.

APPENDIX II DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Li Hongji (李洪積), aged 65, is an independent non-executive Director appointed in May 2019. Mr. Li is primarily responsible for overseeing the management of our Group independently.

Mr. Li has been serving as a partner and practicing lawyer in Commerce & Finance Law Offices (通商律師事務所) since 2006.

Mr. Li is a registered arbitrator in a number of arbitration centres, including China International Economic and Trade Arbitration Commission (中國國際經濟貿易仲裁委員會), Arbitration Center Across The Straits (海峽兩岸仲裁中心), China Maritime Arbitration Commission (中國海事仲裁委員會), Beijing Arbitration Commission (北京仲裁委員會), Shanghai International Arbitration Center (上海國際仲裁中心) and Qingdao Arbitration Commission (青島仲裁委員會). He is currently serving as a part-time lecturer of the master's degree programme in Peking University Law School (北京大學法學院).

Mr. Li obtained a bachelor's degree in law from Peking University (北京大學) in the PRC in July 1982 and a master's degree in law from China University of Political Science and Law (中國政法大學) in the PRC in July 1987. He became a qualified lawyer of the PRC in 1997 and was admitted to practise as an attorney and counsellor at law in the courts of record of New York in the United States in 1994.

Mr. Li has entered into a letter of appointment with the Company for an initial term of three years commencing from the Listing Date.

In accordance with the Company's director salary management system, independent non-executive Directors adopt an annual remuneration system. According to the director salary management system of the Company and the appointment letter entered into between the Company and Mr. Li, Mr. Li received HK\$300,000 in fees for the year ended 31 December 2021. The remuneration of Mr. Li was reviewed and approved by the Remuneration Committee.

Article number	Original article	Amended article
15. Register of members	<p>(1) The Board shall cause to be kept a register of the members, and the particulars required under the Companies Ordinance shall be entered therein.</p> <p>(2) Subject to the provisions of the Companies Ordinance, the Board may exercise the power conferred on them by the Company to keep in a place outside Hong Kong a branch register of its shareholders and may make and vary regulations concerning the keeping of branch register as the Board thinks fit.</p>	<p>(1) The Board shall cause to be kept a register of the members, and the particulars required under the Companies Ordinance shall be entered therein.</p> <p>(2) Subject to the provisions of the Companies Ordinance, the Board may exercise the power conferred on them by the Company to keep in a place outside Hong Kong a branch register of its shareholders and may make and vary regulations concerning the keeping of branch register as the Board thinks fit.</p> <p><u>(3) Except when the register is closed, any shareholder may inspect during business hours the register maintained in Hong Kong without charge.</u></p>

Article number	Original article	Amended article
54. Shareholders' power to request the Directors to call general meeting	The shareholders may request the Directors to call a general meeting of the Company. The Directors are required to call a general meeting if the Company has received requests to do so from the shareholders representing <u>at least 5%</u> of the total voting rights of all the shareholders having a right to vote at general meetings. Such request must state the general nature of the business to be dealt with at the meeting and may include the text of a resolution that may properly be moved and is intended to be moved at the meeting. Such request may be sent to the Company in hard copy form or in electronic form and must be authenticated by the person or persons making it.	The shareholders may request the Directors to call a general meeting of the Company. The Directors are required to call a general meeting if the Company has received requests to do so from the shareholders representing <u>at least 5%</u> of the total voting rights, <u>on a one vote per share basis</u> , of all the shareholders having a right to vote at general meetings. Such request must state the general nature of the business to be dealt with at the meeting and may include the text of a resolution that may properly be moved and is intended to be moved at the meeting. Such request may be sent to the Company in hard copy form or in electronic form and must be authenticated by the person or persons making it.
60. Special resolutions to be passed by shareholders	(6) winding up of the Company after a court order;	(6) winding up of the Company after a court order; <u>(6A) winding up of the Company;</u>

Article number	Original article	Amended article
67. Holding of meeting at two or more locations	<p>The Board may, at its absolute discretion, arrange for shareholders to attend a general meeting by simultaneous attendance and participation at meeting location(s) using electronic communication at such location or locations in any part of the world as the Board may, at its absolute discretion, designate. The shareholders present in person or by proxy at the meeting location(s) shall be counted in the quorum for, and entitled to vote at, the subject general meeting, and that meeting shall be duly constituted and its proceedings shall be valid, provided that the Chairman of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that shareholders attending at all the meeting locations are able to hear all those persons present and speak at the principal meeting location and at any other meeting location held by way of electronic communication and be heard by all other persons in the same way. <u>The Chairman of the meeting shall be present at, and the meeting shall be deemed to take place at, the principal meeting location.</u></p>	<p>The Board may, at its absolute discretion, arrange for shareholders to attend a general meeting by simultaneous attendance and participation at meeting location(s) using electronic communication at such location or locations in any part of the world as the Board may, at its absolute discretion, designate. The shareholders present in person or by proxy at the meeting location(s) shall be counted in the quorum for, and entitled to vote at, the subject general meeting, and that meeting shall be duly constituted and its proceedings shall be valid, provided that the Chairman of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that shareholders attending at all the meeting locations are able to hear all those persons present and speak at the principal meeting location and at any other meeting location held by way of electronic communication and be heard by all other persons in the same way.</p>

Article number	Original article	Amended article
71. Voting by poll	<p>(1) Subject to the rules prescribed by the Stock Exchange from time to time, any vote of shareholders at a general meeting shall be taken by poll except where the Chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. For the purposes of this Article, procedural and administrative matters are those that (i) are not on the agenda of the general meeting or in any supplementary circular that may be issued by the Company to its shareholders; and (ii) relate to the Chairman's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing all shareholders a reasonable opportunity to express their views.</p>	<p>(1) Subject to the rules prescribed by the Stock Exchange from time to time, any vote of shareholders at a general meeting shall be taken by poll except where the Chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. For the purposes of this Article, procedural and administrative matters are those that (i) are not on the agenda of the general meeting or in any supplementary circular that may be issued by the Company to its shareholders; and (ii) relate to the Chairman's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing all shareholders a reasonable opportunity to express their views.</p>

Article number	Original article	Amended article
	<p>(2) A poll shall be taken as the Chairman directs, and he may appoint scrutineers (who need not be shareholders) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.</p>	<p>(2) A poll shall be taken as the Chairman directs, and he may appoint scrutineers (who need not be shareholders) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.</p>
		<p><u>(3) Shareholders must have the right to: (a) speak at general meetings of the Company; and (b) vote at a general meeting of the Company except where a shareholder is required, by the Listing Rules, to abstain from voting to approve the matter under consideration.</u></p>
		<p><u>(4) Where the Company has knowledge that any shareholder is, under the Listing Rules, required to abstain from voting on any particular resolution or restricted to voting only for or only against any particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.</u></p>

Article number	Original article	Amended article
85. Corporation acting by representative at meetings	(2) If a clearing house (or its nominee(s)) is a shareholder of the Company, it may authorise or appoint such person(s) as it thinks fit to act as its representative(s) or proxy(ies) at any general meeting or meeting of the holders of shares of any class of the Company, provided that, if more than one person is so authorised or appointed, the authorisation or instrument of proxy shall specify the number and class of shares in respect of which each such person is so authorised or appointed. A person so authorised or appointed shall be entitled to exercise the same powers on behalf of the clearing house (or its nominee(s)) which he represents as that clearing house (or its nominee(s)) could exercise as if such person were an individual shareholder including , where applicable, the right to vote individually on a show of hands notwithstanding any contrary provisions contained in these Articles.	If a clearing house (or its nominee(s)) is a shareholder of the Company, it may authorise or appoint such person(s) as it thinks fit to act as its representative(s) or proxy(ies) at any general meeting or meeting of the holders of shares of any class of the Company, provided that, if more than one person is so authorised or appointed, the authorisation or instrument of proxy shall specify the number and class of shares in respect of which each such person is so authorised or appointed. A person so authorised or appointed shall be entitled to exercise the same powers on behalf of the clearing house (or its nominee(s)) which he represents as that clearing house (or its nominee(s)) could exercise as if such person were an individual shareholder including , where applicable, the right to speak and vote individually on a show of hands notwithstanding any contrary provisions contained in these Articles.

Article number	Original article	Amended article
98. Appointment of Directors	<p>(2) The Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board. <u>Any Director so appointed shall hold office only until the next following annual general meeting of the Company</u> and shall then be eligible for re-election at that meeting, provided that any Director who so retires shall not be taken into account in determining the number of Directors who are to retire by rotation at an annual general meeting.</p>	<p>(2) The Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board. <u>Any Director so appointed shall hold office only until the first annual general meeting of the Company after his appointment</u> and shall then be eligible for re-election at that meeting, provided that any Director who so retires shall not be taken into account in determining the number of Directors who are to retire by rotation at an annual general meeting.</p>

Article number	Original article	Amended article
100. When office of Director to be vacated	<p>(1) Notwithstanding these Articles or any agreements entered into between the Company and the Directors may provide otherwise, a Director shall vacate his office even before the expiration of his term:</p> <p>(i) if he shall be removed from office by an ordinary resolution of the Company, provided that the Director shall be entitled to the rights to protest against the removal pursuant to the Companies Ordinance, including the right to be heard on the resolution at the general meeting at which the resolution relating to his removal is voted on.</p>	<p>(1) Notwithstanding these Articles or any agreements entered into between the Company and the Directors may provide otherwise, a Director shall vacate his office even before the expiration of his term:</p> <p>(i) if a Director (including a managing or other executive Director, but without prejudice to any claim for damages under any contract) shall be removed from office before the expiration of his term of office by an ordinary resolution of the Company, provided that the Director shall be entitled to the rights to protest against the removal pursuant to the Companies Ordinance, including the right to be heard on the resolution at the general meeting at which the resolution relating to his removal is voted on.</p>

Article number	Original article	Amended article
	<p>(2) Removal of any Director pursuant to paragraph (1) (i) of this Article shall not prejudice any claim which such Director may have for damages for any breach of any contract. Special notice is required of a resolution to remove a Director or to appoint any person in place of a Director so removed at the general meeting at which he is removed in accordance with the Companies Ordinance. Special notice of the meeting convened for the purpose of removing a Director shall contain a statement of the intention so to do and be served on such Director 28 days before the meeting and on the shareholders, at least 14 days before the meeting. Any person so elected and appointed to fill the vacancy of a removed Director shall hold office only <u>until the next following annual general meeting of the Company</u> and shall then be eligible for re-election, but shall not be taken into account in determining the Directors who are to retire by rotation at such meeting.</p>	<p>(2) Removal of any Director pursuant to paragraph (1) (i) of this Article shall not prejudice any claim which such Director may have for damages for any breach of any contract. Special notice is required of a resolution to remove a Director or to appoint any person in place of a Director so removed at the general meeting at which he is removed in accordance with the Companies Ordinance. Special notice of the meeting convened for the purpose of removing a Director shall contain a statement of the intention so to do and be served on such Director 28 days before the meeting and on the shareholders, at least 14 days before the meeting. Any person so elected and appointed to fill the vacancy of a removed Director shall hold office only <u>until the first annual general meeting of the Company after his appointment</u> and shall then be eligible for reelection, but shall not be taken into account in determining the Directors who are to retire by rotation at such meeting.</p>

Article number	Original article	Amended article
115. Meeting of the Board, quorum, etc.	(1) The Board may convene for the despatch of business, adjourn and otherwise regulate its meetings and proceedings as it thinks fit, and may determine the quorum necessary for the transaction of business.	(1) The Board may convene for the despatch of business, adjourn and otherwise regulate its meetings and proceedings as it thinks fit, and may determine the quorum necessary for the transaction of business.
	(2) Unless otherwise determined, two Directors shall be a quorum for meeting of the Board.	(2) Unless otherwise determined, two Directors shall be a quorum for meeting of the Board.
	(3) For the purpose of this Article, an alternate Director shall be counted in a quorum but, notwithstanding that an alternate Director is also a Director or is an alternate for more than one Director, he shall for quorum purposes count as only one Director.	(3) For the purpose of this Article, an alternate Director shall be counted in a quorum but, notwithstanding that an alternate Director is also a Director or is an alternate for more than one Director, he shall for quorum purposes count as only one Director.

Article number	Original article	Amended article
(4)	The Board or any committee of the Board may conduct a meeting by means of a conference telephone or similar communications equipment which all persons participating in the meeting are capable of hearing and speaking to each other throughout the meeting. A person participating in this way is deemed to be present in person at the meeting and is counted in a quorum and entitled to vote. All business transacted at such meeting of the Board or a committee of the Board is for the purposes of these Articles deemed to be validly and effectively transacted at a meeting of the Board or a committee of the Board although fewer than two Directors or alternate Directors are physically present at the same place.	(4) The Board or any committee of the Board may conduct a meeting by means of a conference telephone or similar communications equipment which all persons participating in the meeting are capable of hearing and speaking to each other throughout the meeting. A person participating in this way is deemed to be present in person at the meeting and is counted in a quorum and entitled to vote. All business transacted at such meeting of the Board or a committee of the Board is for the purposes of these Articles deemed to be validly and effectively transacted at a meeting of the Board or a committee of the Board although fewer than two Directors or alternate Directors are physically present at the same place.
(5)	<u>The meeting is deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the Chairman of the meeting then is.</u>	

Article number	Original article	Amended article
155. Auditors	Appointment of Auditors and their duties shall be regulated by the provisions of the Companies Ordinance.	Appointment of Auditors and their duties shall be regulated by the provisions of the Companies Ordinance. <u>The appointment, removal and remuneration of Auditors must be approved by a majority of the shareholders or other body that is independent of the Board.</u>

NOTICE OF ANNUAL GENERAL MEETING

CSSC (Hong Kong) Shipping Company Limited

中國船舶(香港)航運租賃有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 3877)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the “**Annual General Meeting**”) of CSSC (Hong Kong) Shipping Company Limited (the “**Company**”) will be held at 1801, 18/F, World-wide House, 19 Des Voeux Road Central, Hong Kong on Thursday, 30 June 2022 at 2:30 p.m. for the following purposes:

1. To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2021.
2. To declare a final dividend for the year ended 31 December 2021.
3. (A) To re-elect the following persons as directors of the Company (the “**Directors**”):
 - (i) Mr. Zou Yuanjing as a non-executive Director
 - (ii) Mr. Li Hongji as an independent non-executive Director
- (B) To authorise the board of Directors to fix the remuneration of the Directors.
4. To re-appoint Grant Thornton Hong Kong Limited as auditor of the Company and to authorise the board of Directors to fix its remuneration.

NOTICE OF ANNUAL GENERAL MEETING

5. To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

(A) **“THAT:**

- (i) subject to paragraph (iii) below, the exercise by the Directors during the Relevant Period (as defined hereinafter) of all the powers of the Company to allot, issue and deal with the shares of the Company (the “Shares”) and to make or grant offers, agreements and/or options (including bonds, warrants and debentures convertible into Shares) which might require the exercise of such powers, subject to and in accordance with all the applicable laws and the Listing Rules, be and is hereby generally and unconditionally approved;
- (ii) the approval in paragraph (i) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and/or options which might require the exercise of such powers as described in that paragraph within the Relevant Period or at any time after the end of the Relevant Period;
- (iii) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the Directors during the Relevant Period pursuant to paragraph (i) and (ii) above, otherwise than pursuant to (1) a Rights Issue (as defined hereinafter); (2) any scrip dividend or similar arrangement providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares as required; or (3) a specific authority granted by the shareholders of the Company in general meeting, shall not exceed 20% of the total number of issued Shares as at the date of passing this resolution, and the approval shall be limited accordingly;

NOTICE OF ANNUAL GENERAL MEETING

- (iv) for the purposes of this resolution:
- (a) “**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:
- (1) the conclusion of the next annual general meeting of the Company;
 - (2) in accordance with the articles of association of the Company or any applicable laws of Hong Kong, before the date of the next annual general meeting of the Company; or
 - (3) before the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the directors of the Company by this resolution;
- (b) “**Rights Issue**” means an offer of shares of the Company or an issue of warrants, options or other securities giving rights to subscribe for shares of the Company, open for a period fixed by the directors of the Company to holders of shares of the Company on the register of members on a fixed record date in proportion to their then holdings of such shares of the Company (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or, having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the exercise or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, any recognised regulatory body or any stock exchange applicable to the Company).”

NOTICE OF ANNUAL GENERAL MEETING

- (B) “**THAT:**
- (i) subject to paragraph (ii) of this resolution, the exercise by the Directors during the Relevant Period (as defined hereinafter) of all the powers of the Company to repurchase Shares of the Company in accordance with the Share Repurchase Code on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or on any other stock exchange on which the Shares may be listed and which is recognised for this purpose by the Securities and Futures Commission in Hong Kong and the Stock Exchange, subject to and in accordance with all applicable laws and the Listing Rules, be and is hereby generally and unconditionally approved;
 - (ii) the aggregate number of Shares to be repurchased pursuant to the approval in paragraph (i) of this resolution shall not exceed 10% of the total number of issued Shares of the Company as at the date of passing of this resolution, and the said approval shall be limited accordingly;
 - (iii) subject to the passing of each of the paragraphs (i) and (ii) of this resolution, any prior approvals of the kind referred to in paragraphs (i) and (ii) of this resolution which had been granted to the Directors and which are still in effect be and are hereby revoked; and
 - (iv) for the purposes of this resolution:
 - (a) “**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:
 - (1) the conclusion of the next annual general meeting of the Company;
 - (2) in accordance with the articles of association of the Company, the Companies Ordinance or any applicable laws of Hong Kong, before the date where the next annual general meeting of the Company is required to be held; or
 - (3) before the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors of the Company by this resolution;”

NOTICE OF ANNUAL GENERAL MEETING

(C) “**THAT** conditional upon resolutions numbered 5(A) and 5(B) set out in this notice being passed, the general mandate granted to the Directors of the Company to exercise the powers of the Company to allot, issue and deal with new Shares and to make or grant offers, agreements and options of the Company which might require the exercise of such powers pursuant to resolution numbered 5(A) set out in this notice be and is hereby extended by the addition to the number of the issued Shares of the Company which may be allotted or agreed conditional or unconditionally to be allotted by the Directors pursuant to such general mandate of an amount representing the total number of issued Shares of the Company repurchased by the Company under the authority granted pursuant to resolution numbered 5(B) set out in this notice, provided that such extended amount shall represent up to 10% of the total number of issued Shares as at the date of passing of this resolution.”

6. To consider and, if thought fit, pass the following resolution as a special resolution:

“**THAT:**

- (i) the amendments to the existing articles of association of the Company set out in Appendix III to the circular dated 30 May 2022 which contains this notice be and are hereby approved and that the amended and restated articles of association of the Company in the form of the document marked “A” and produced to the meeting and for the purpose of identification signed by the chairman of the meeting be approved and adopted as the new articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company with immediate effect; and
- (ii) the Directors be and are hereby authorised to do all such acts and things and execute all such documents and make all such arrangements as they shall, in their absolute discretion, deem necessary or expedient to give effect to the foregoing.”

By order of the Board
CSSC (Hong Kong) Shipping Company Limited
Zhong Jian
Chairman

Hong Kong, 30 May 2022

NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (i) Resolution numbered 5(C) will be proposed to the shareholders of the Company for approval provided that resolutions numbered 5(A) and 5(B) are passed by the shareholders of the Company.
- (ii) The register of members of the Company will be closed from 27 June 2022 to 30 June 2022, both dates inclusive, during which period no transfer of shares will be registered. In order to be entitled to attend and vote at the Annual General Meeting, all transfers of shares accompanied by the relevant share certificates and properly completed and signed transfer forms must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on 24 June 2022.
- (iii) The register of members of the Company will be closed from 7 July 2022 to 11 July 2022, both days inclusive, in order to determine the entitlement of shareholders to receive the final dividend of the Company, during which period no share transfers will be registered. To qualify for the final dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on 6 July 2022.
- (iv) Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. If more than one proxy is appointed, the appointment shall specify the number of shares in respect of which each such proxy is appointed.
- (v) Form of proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 48 hours before the time appointed for holding of the Annual General Meeting (i.e. before 2:30 p.m. on 28 June 2022) or any adjourned meeting.
- (vi) In respect of the resolution numbered 3 above, Mr. Zou Yuanjing and Mr. Li Hongji shall retire, and being eligible, offer themselves for re-election as Directors at the aforementioned meeting. Details of the above retiring Directors are set out in Appendix II to the circular dated 30 May 2022.
- (vii) In respect of the resolution numbered 5(A) above, approval is being sought from the shareholders of the Company for a general mandate to issue shares to be given to the Directors.
- (viii) In respect of the resolution numbered 5(B) above, approval is being sought from the shareholders of the Company for a general mandate to repurchase shares to be given to the Directors. The explanatory statement containing the information necessary to enable shareholders to make an informed decision on whether to vote for or against the resolution to approve the repurchase by the Company of its own shares, as required by the Listing Rules, is set out in Appendix I to the circular dated 30 May 2022.
- (ix) In respect of the resolution numbered 5(C) above, approval is being sought from the shareholders of the Company for an extension of the general mandate to be granted to the Directors pursuant to resolution numbered 5(A) to allot shares by adding to it the total number of shares repurchased by the Company under the authority granted to the Directors pursuant to resolution numbered 5(B).
- (x) The ordinary resolutions and special resolution set out above will be determined by way of poll.

NOTICE OF ANNUAL GENERAL MEETING

(xi) Precautionary measures for the Annual General Meeting:

At the time of publishing this circular, the Novel Coronavirus pandemic is still developing in Hong Kong. The Company will implement the following precautionary measures at the Annual General Meeting to protect attending Shareholders, staff and other stakeholders from the risk of infection:

- (i) Compulsory body temperature checks will be conducted for every Shareholder, proxy or other attendee at each entrance of the meeting venue. Any person with a body temperature of over 37.4 degrees Celsius or is exhibiting flu-like symptoms, or is subject to any Hong Kong Government prescribed quarantine requirement may be denied entry into the meeting venue or be required to leave the meeting venue.
- (ii) Each attendee will be required to wear a surgical face mask prior to admission to the meeting venue and throughout the Annual General Meeting.
- (iii) No refreshment will be served, and there will be no corporate gifts.

In addition, the Company reminds all Shareholders that physical attendance in person at the Annual General Meeting is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the Annual General Meeting as their proxy to vote on the relevant resolution(s) at the Annual General Meeting instead of attending the Annual General Meeting in person, by completing and returning the form of proxy attached to this circular. If any Shareholder chooses not to attend the Annual General Meeting in person but has any question about any resolution or about the Company, or has any matter for communication with the Board, he/she is welcome to send such question or matter in writing to our registered office.

In the event that the Novel Coronavirus situation requires the date or/and place of the Annual General Meeting to be changed, the Company will, as soon as practicable, publish a notice on the website of the Stock Exchange at www.hkexnews.hk and its website at <http://www.cssshipping.cn> to notify Shareholders of the date, time and place of the rescheduled meeting.

If any Shareholder has any question relating to the Annual General Meeting, please contact Computershare Hong Kong Investor Services Limited, the Company's share registrar:

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East, Wan Chai, Hong Kong
Online Enquiries: https://www.computershare.com/hk/en/online_feedback
Tel: 2862 8555
Fax: 2865 0990

NOTICE OF ANNUAL GENERAL MEETING

- (xii) Personal Information Collection Statement: Your supply of your and your proxy's Personal Data to the Company and/or the Company's share registrar in the form of proxy is on a voluntary basis. If you fail to provide sufficient information, we may not be able to process your appointment of proxy and instructions. "Personal Data" in this statement has the meaning defined under the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong, which may include but is not limited to your and your proxy's name and address that you supplied to us in the form of proxy. Your and your proxy's Personal Data is collected for the purposes of processing and administration by the Company of proxies appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof). The Personal Data may be retained for such period as may be necessary for our verification and record purposes. If you have provided Personal Data of individuals other than yourself in the form of proxy, you confirm that you have informed and sought the requisite consent from those individuals to the collection, use and disclosure of their Personal Data for the stated purposes. Your and your proxy's Personal Data will be disclosed or transferred to other companies or bodies for the stated purposes, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency's request. You and your proxy have the right to request for access to and/or correction of the relevant personal data and any such request should be made in writing by mail to the relevant share registrar's address as appearing in Note 7 of the form of proxy.
- (xiii) If Typhoon Signal No.8 or above is expected to be hoisted or a Black Rainstorm Warning Signal is expected to be in force any time after 8 a.m. on the date of the meeting, then the meeting will be postponed. The Company will post an announcement on the website of the Company at (<http://www.csscshipping.cn>) and the website of the Stock Exchange (www.hkexnews.hk) to notify shareholders of the date, time and place of the rescheduled meeting. The meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather condition bearing in mind their own situations.