
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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 stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or otherwise transferred all your shares in **COSCO SHIPPING Holdings Co., Ltd.***, you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this 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 circular.



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)

(1) 2023 INTERIM PROFIT DISTRIBUTION PLAN
(2) PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS AND
SUPERVISORS FOR THE FORTHCOMING SESSION
AND
(3) NOTICE OF EGM

Capitalized terms used in this cover page have the same meanings as those defined in the section headed "Definitions" in this circular.

A notice convening the EGM on Thursday, 16 November 2023 at 10:00 a.m. 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 PRC, together with the form of proxy, were despatched to the Shareholders on Monday, 30 October 2023.

Whether or not you intend to attend the EGM, you are requested to complete and return the enclosed forms of proxy in accordance with the instructions printed thereon. The forms of proxy should be returned to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time appointed for the EGM or any adjournment thereof. Completion and return of the forms of proxy will not preclude you from attending and voting in person at the EGM or at any adjournment thereof should you so wish.

* For identification purpose only

CONTENT

	Page
DEFINITIONS	1
LETTER FROM THE BOARD.....	3
APPENDIX I – PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION	I-1
NOTICE OF EXTRAORDINARY GENERAL MEETING.....	EGM-1

DEFINITIONS

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

“Articles of Association”	the articles of association of the Company as amended, revised or supplemented from time to time
“Board”	the board of Directors of the Company
“Company”	COSCO SHIPPING Holdings Co., Ltd.* (中遠海運控股股份有限公司), a joint stock limited company incorporated in the PRC with limited liability, the H shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1919) and the A shares of which are listed on the Shanghai Stock Exchange (Stock Code: 601919)
“Director(s)”	the director(s) of the Company
“EGM”	the first extraordinary general meeting of the Company in 2023 to be convened to, among other things, consider and if thought fit, approve the 2023 interim profit distribution plan, proposed re-election and election of Directors and Supervisors for the forthcoming session and proposed remuneration and liability insurance of members of the seventh session of the Board and Supervisory Committee
“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
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	26 October 2023, being the latest practicable date for ascertaining certain information in this circular before its publication
“PRC”	the People’s Republic of China
“RMB”	Renminbi yuan, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

DEFINITIONS

“Shareholder(s)”	holder(s) of the share(s) of the Company
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company
“%”	per cent

* *For identification purpose only*

LETTER FROM THE BOARD



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)

Directors:

Mr. WAN Min¹ (Chairman)
Mr. HUANG Xiaowen¹ (Vice Chairman)
Mr. YANG Zhijian¹
Mr. ZHANG Wei¹
Mr. WU Dawei²
Mr. ZHOU Zhonghui²
Mr. TEO Siong Seng²
Prof. MA Si-hang Frederick²

Registered Office:

2nd Floor, 12 Yuanhang Business Centre
Central Boulevard and
East Seven Road Junction
Tianjin Pilot Free Trade Zone
(Airport Economic Area)
Tianjin, the PRC

Principal Place of Business:

48/F, COSCO Tower
183 Queen's Road Central
Hong Kong

¹ Executive Director

² Independent Non-executive Director

30 October 2023

To the Shareholders

Dear Sir or Madam,

**(1) 2023 INTERIM PROFIT DISTRIBUTION PLAN
(2) PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS AND
SUPERVISORS FOR THE FORTHCOMING SESSION
AND
(3) NOTICE OF EGM**

A. INTRODUCTION

References are made to the announcement of the Company dated 29 August 2023 in relation to the 2023 interim profit distribution plan, and the announcement of the Company dated 25 October 2023 in relation to the proposed re-election and election of Directors and Supervisors for the forthcoming session.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with, among other things, information of certain resolutions to be proposed at the EGM to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the EGM.

B. 2023 INTERIM PROFIT DISTRIBUTION PLAN

1. Proposed Payment of An Interim Dividend

An ordinary resolution will be proposed at the EGM to approve the proposed 2023 interim profit distribution plan of the Company in accordance with the Articles of Association.

According to the interim report of the Company for the year of 2023 (unaudited), the Company recorded net profit attributable to equity holders of the Company for the first half of 2023 of approximately RMB16,561 million, with undistributed profit of approximately RMB20,382 million as at 30 June 2023 in the financial statements of the parent company. As considered and unanimously approved by the Board and the Supervisory Committee, the Company has planned to distribute profits on the basis of the total share capital registered on the equity registration date for implementation of dividend distribution for the interim period of 2023.

The Company proposes to distribute cash dividends of RMB0.51 per ordinary Share (tax inclusive) to all equity holders. Calculated according to the Company's share numbers of 16,170,253,938 as at 30 June 2023, the total cash dividend payable for the interim period of 2023 is approximately RMB8,247 million (tax inclusive), which accounts for approximately 50% of the consolidated profit attributable to equity holders of the Company in the first half of 2023. If there is a change in the number of shares between 1 July 2023 and the registration date of dividend distribution, the dividend per share shall remain unchanged, with a corresponding adjustment to the total amount of distribution.

The interim dividend will be paid to the A Shareholders and domestic investors investing in H Shares through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect in RMB and to H Shareholders in HK\$. The actual amount of interim dividend to be distributed and paid to the H Shareholders in HK\$ will be calculated in accordance with the average middle exchange rate for RMB to HK\$ as quoted by the People's Bank of China for the period of one week before the announcement of the interim dividend, being the date of the EGM (subject to approval by the Shareholders). It is expected that the ex-dividend date will be 20 November 2023 and the interim dividend in respect of the H Shares will be distributed and paid on 22 December 2023.

The 2023 interim profit distribution plan was considered and approved by the Board on 29 August 2023 and will be submitted, by way of an ordinary resolution, for the Shareholders' consideration and approval at the EGM.

LETTER FROM THE BOARD

2. Enterprise Income Tax

According to the revised Law on Enterprise Income Tax of the PRC and the relevant implementation rules which came into effect on 29 December 2018 and the Notice of the State Administration of Taxation on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H-share Holders Which Are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897 號)), the Company is required to withhold corporate income tax at the rate of 10% before distributing the 2023 interim dividends to non-resident enterprise shareholders as appearing on the H Share Register of Members. Any Shares not registered in the name of an individual person, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders and will therefore be subject to the withholding of the corporate income tax. After receiving the interim dividends, non-resident enterprise shareholders may apply, personally or by proxy, to provide materials to the competent taxation authorities proving their eligibility to be the actual beneficiaries under the taxation agreements (arrangement) to enjoy tax refund.

3. Individual Income Tax

Pursuant to the requirements of Notice of the Ministry of Finance and the State Administration of Taxation on Certain Policies Regarding Individual Income Tax (Cai Shui Zi [1994] No. 020) (《財政部、國家稅務總局關於個人所得稅若干政策問題的通知》(財稅字[1994]020號)), individual foreigners are exempted from individual income tax on dividends and bonus received from foreign-invested enterprises in the PRC. As the Company is a foreign-invested joint stock limited company, foreign individual Shareholders whose names appeared on the H Share Register of Members are not required to pay the individual income tax of the PRC.

For dividends received by mainland individual investors from investing in H shares of the Company, the Company will withhold and pay individual income tax payable by such mainland individual investors at the rate of 20% on their behalf.

LETTER FROM THE BOARD

4. Profit Distribution for Domestic Investors Investing in H Shares through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect

Shanghai-Hong Kong Stock Connect

For domestic investors (including enterprises and individuals) investing in the H Shares through the Shanghai Stock Exchange, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the H Shareholders through Shanghai-Hong Kong Stock Connect, will receive the interim dividends paid by the Company and further distribute the interim dividends to the relevant investors of H Shares through Shanghai-Hong Kong Stock Connect through its depository and clearing system.

The interim dividends will be paid to investors investing in H Shares through Shanghai-Hong Kong Stock Connect in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》) (Caishui [2014] No. 81) issued by the Ministry of Finance of the PRC, the State Administration of Taxation and the China Securities Regulatory Commission:

- (i) for dividends received by mainland individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the relevant H share listed company shall withhold and pay individual income tax payable by such mainland individual investors at the rate of 20% on their behalf;
- (ii) for dividends received by mainland securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, individual income tax payable by such mainland securities investment funds shall be withheld and paid by the relevant H share listed company in the same manner as stated in paragraph (i) above; and
- (iii) for dividends received by mainland enterprise investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the relevant H share listed company shall not withhold or pay the income tax of dividends for mainland enterprise investors and those enterprise investors shall report and pay the income tax themselves.

Shenzhen-Hong Kong Stock Connect

For domestic investors (including enterprises and individuals) investing in the H Shares through the Shenzhen Stock Exchange, the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the H Shareholders through Shenzhen-Hong Kong Stock Connect, will receive the interim dividends paid by the Company and further distribute the interim dividends to the relevant investors of H Shares through Shenzhen-Hong Kong Stock Connect through its depository and clearing system. The interim dividends will be

LETTER FROM THE BOARD

paid to investors investing in H Shares through Shenzhen-Hong Kong Stock Connect in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)):

- (i) for dividends received by mainland individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the relevant H share listed company shall withhold and pay individual income tax payable by such mainland individual investors at the rate of 20% on their behalf;
- (ii) for dividends received by mainland securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, individual income tax payable by such mainland securities investment funds shall be withheld and paid by the relevant H share listed company in the same manner as stated in paragraph (i) above; and
- (iii) for dividends received by mainland enterprise investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the relevant H share listed company shall not withhold or pay the income tax of dividends for mainland enterprise investors and those enterprise investors shall report and pay the income tax themselves.

The record date, the date of distribution and other arrangements in relation to the payment of the interim dividends to domestic investors investing in the H Shares through Shanghai-Hong Kong Stock Connect and/or Shenzhen-Hong Kong Stock Connect will be the same as those for the H Shareholders.

5. To Qualify for the Proposed 2023 Interim Dividend

For the purpose of determining the H Shareholders' entitlement to the proposed 2023 interim dividend, the register of members of the Company will be closed from 22 November 2023 to 27 November 2023 (both days inclusive), during which period no transfer of H Shares of the Company will be registered. The H Shareholders whose names appear on the register of members of the Company on 22 November 2023 are entitled to receive the proposed 2023 interim dividend. In order to qualify for the proposed 2023 interim dividend, the H Shareholders shall lodge all transfer documents together with the relevant share certificates to Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, 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 21 November 2023.

LETTER FROM THE BOARD

C. PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION

Re-Election and Election of Directors

The Board currently consists of 8 Directors, namely Mr. WAN Min (Chairman), Mr. HUANG Xiaowen (Vice Chairman), Mr. YANG Zhijian, Mr. ZHANG Wei, Mr. WU Dawei, Mr. ZHOU Zhonghui, Mr. TEO Siong Seng and Prof. MA Si-hang Frederick.

According to article 113 of the Articles of Association, the term of office of each of the Directors is three years, and upon expiry of such term, the eligible Directors, may offer themselves for re-election. However, pursuant to the relevant requirements of the Articles of Association, the China Securities Regulatory Commission and the Shanghai Stock Exchange, the consecutive term of independent non-executive Directors shall not exceed six years.

The following individuals have been nominated for election and re-election as members of the seventh session of the Board:

- (i) Mr. WAN Min has been nominated for re-election as an executive Director;
- (ii) Mr. CHEN Yangfan has been nominated for election as an executive Director;
- (iii) Mr. YANG Zhijian and Mr. ZHANG Wei have been nominated for re-election as executive Directors;
- (iv) Mr. TAO Weidong has been nominated for election as an executive Director;
- (v) Mr. YU De has been nominated for election as a non-executive Director;
- (vi) Prof. MA Si-hang Frederick has been nominated for re-election as an independent non-executive Director; and
- (vii) Mr. SHEN Dou and Ms. HAI Chi Yuet have been nominated for election as independent non-executive Directors.

The Nomination Committee of the Company had assessed and reviewed the written confirmation of independence of each of Prof. MA Si-hang Frederick, Mr. SHEN Dou and Ms. HAI Chi Yuet based on the independence criteria as set out in Rule 3.13 of the Listing Rules, and is satisfied that as at the Latest Practicable Date, each of Prof. MA Si-hang Frederick, Mr. SHEN Dou and Ms. HAI Chi Yuet remained independent in accordance with Rule 3.13 of the Listing Rules.

LETTER FROM THE BOARD

In addition, the Board had evaluated the performance and/or the qualifications of each of Prof. MA Si-hang Frederick, Mr. SHEN Dou and Ms. HAI Chi Yuet and is of the view that they have provided and/or will provide valuable contributions to the Company and have demonstrated their abilities to provide independent, balanced and objective view on the Company's affairs. The Board is also of the view that each of Prof. MA Si-hang Frederick, Mr. SHEN Dou and Ms. HAI Chi Yuet would bring to the Board their own perspective, skills and experience, as further described in their biographies in Appendix I to this circular, and can contribute to the diversity of the Board taking into account their diversified educational background and professional experience.

Ordinary resolutions in relation to the aforementioned proposed appointments of Directors will be proposed at the EGM for the Shareholders' consideration. The proposed appointments of Directors will be effective upon Shareholders' approval at the EGM. The term of office of the newly elected Directors will be three years from the date of approval at the EGM and ending on the date of expiration of the term of the seventh session of the Board.

Mr. HUANG Xiaowen, vice chairman of the sixth session of the Board, will not offer himself for re-election as a Director of the seventh session of the Board due to retirement. In light of the aforementioned restriction that the consecutive term of office of independent non-executive Directors shall not exceed six years, Mr. WU Dawei, Mr. ZHOU Zhonghui and Mr. TEO Siong Seng, independent non-executive Directors of the sixth session of the Board, will not offer themselves for re-election as independent non-executive Directors of the seventh session of the Board as they have served as independent non-executive Directors of the Company for six consecutive years. Each of Mr. HUANG Xiaowen, Mr. WU Dawei, Mr. ZHOU Zhonghui and Mr. TEO Siong Seng confirmed that he has no disagreement with the Board and the Company and there is no other matter in relation to his retirement that needs to be brought to the attention of the Company and Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. HUANG Xiaowen, Mr. WU Dawei, Mr. ZHOU Zhonghui and Mr. TEO Siong Seng for their significant contribution towards the development of the Company during their terms of office.

The biographical details of the candidates proposed to be re-elected or elected as Directors at the EGM are set out in the Appendix I to this circular.

Re-election and Election of Supervisors

The Supervisory Committee currently consists of five Supervisors, being Mr. YANG Shicheng (Supervisor representing the Shareholders and the chairman of the Supervisory Committee), Mr. Deng Huangjun (Supervisor representing the employees), Mr. Song Tao (Supervisor representing the employees), Mr. MENG Yan (independent Supervisor) and Mr. ZHANG Jianping (independent Supervisor).

LETTER FROM THE BOARD

According to article 145 of the Articles of Association, the term of the office of each of the Supervisors is three years. Each of the Supervisors shall be eligible for re-election upon expiration of term of office.

The following individuals have been nominated for election and re-election as members of the seventh session of the Supervisory Committee:

- (i) Mr. YANG Shicheng has been nominated for re-election as a Supervisor representing the Shareholders; and
- (ii) Mr. XU Donggen and Mr. SI Yuncong have been nominated for election as independent Supervisors.

The above proposed appointments of Supervisors will be proposed by an ordinary resolution at the EGM and will become effective upon Shareholders' approval. The terms of office of the newly elected Supervisors will be three years from the date of approval at the EGM and ending on the date of expiration of the term of the seventh session of the Supervisory Committee.

The term of office of the sixth session of the Supervisory Committee of the Company will expire soon. Mr. MENG Yan and Mr. ZHANG Jianping, independent Supervisors of the sixth session of the Supervisory Committee, will not offer themselves for election as Supervisors of the seventh session of the Supervisory Committee of the Company. Each of Mr. MENG Yan and Mr. ZHANG Jianping confirmed that he has no disagreement with the Supervisory Committee and the Company and there is no other matter in relation to his retirement that needs to be brought to the attention of the Company and Shareholders.

The Supervisory Committee of the Company would like to take this opportunity to express its sincere gratitude to Mr. MENG Yan and Mr. ZHANG Jianping for their significant contributions to the development of the Company during their tenure.

The Supervisors representing the Shareholders and independent Supervisors elected at the EGM and the Supervisors representing the employees democratically elected by the employee representatives of the Company will together constitute the seventh session of Supervisory Committee of the Company.

The biographical details of the candidates proposed to be elected and re-elected as Supervisors at the EGM are set out in the Appendix I to this circular.

LETTER FROM THE BOARD

Remuneration and Liability Insurance of Members of the Seventh Session of the Board and the Supervisory Committee

Based on the industry in which the Company operates, taking into account the actual conditions of the Company, the remuneration standards of members of the seventh session of the Board and Supervisory Committee is proposed to be as follows:

- (1) Directors and Supervisors nominated by the controlling Shareholder shall receive no remuneration from the Company; Directors nominated by participating Shareholders shall receive no remuneration from the Company; executive Directors, non-executive Directors and non-independent Supervisors shall receive no remuneration from the Company;
- (2) the annual remuneration and subsidies for meetings for independent non-executive Directors are in line with the standard of remuneration and subsidies for independent non-executive Directors of the sixth session of the Board; and
- (3) the annual remuneration for independent Supervisors is RMB120,000 (tax inclusive), and the subsidies for meetings are in line with the standard of subsidies for independent Supervisors of the sixth session of the Supervisory Committee.

In order to protect the rights and interests of the members of the Board, the Supervisory Committee and senior management in the course of discharging their duties, the Board also resolved that ordinary resolutions will be proposed at the EGM to purchase liability insurance for the members of the Board, the Supervisory Committee and the senior management, and to authorize the Board and consent to the further authorization of the management of the Company by the Board to implement the same and to exercise such authorization upon approval at the EGM.

An ordinary resolution will be proposed at the EGM for the Shareholders to consider and approve the above remuneration standards, the purchase of liability insurance for the members of the seventh session of the Board and Supervisory Committee and relevant authorization.

LETTER FROM THE BOARD

D. EGM

The EGM 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 PRC on Thursday, 16 November 2023 at 10:00 a.m.

The EGM will be convened to consider and if thought fit, approve, among other things, the above resolutions. The notice of the EGM containing the resolutions proposed at the EGM is set out on page EGM-1 to EGM-3 of this circular. Notice of EGM, together with the form of proxy, have been despatched to the Shareholders on 30 October 2023 with this circular.

Whether or not you intend to attend the EGM, you are requested to complete and return the form of proxy in accordance with the instructions printed on it. The form of proxy should be returned to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time appointed for the EGM or any adjournment of it. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment of it should you so wish.

Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, any vote of the Shareholders to be taken at the EGM shall be taken by poll. An announcement of the poll results will be made by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Hong Kong Listing Rules.

To the best of the knowledge and belief of the Directors and having made all reasonable enquiries, none of the Shareholders has any material interest in the matters to be approved at the EGM and accordingly, none of the Shareholders is required to abstain from voting on the resolutions to be proposed at the EGM.

E. CLOSURE OF REGISTER OF MEMBERS

To attend and vote at the EGM

For the purpose of ascertaining the H Shareholders' entitlement to attend and vote at the EGM or any adjournment or postponement thereof (as the case may be), the H Share register of members of the Company will be closed from Monday, 13 November 2023 to Thursday, 16 November 2023, both days inclusive, during which period no transfer of the H Shares will be effected. The H Shareholders whose names appear on the H Share register of members of the Company on Monday, 13 November 2023 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 Friday, 10 November 2023.

LETTER FROM THE BOARD

To qualify for the proposed 2023 interim dividend

For the purpose of ascertaining the H Shareholders' entitlement to the proposed 2023 interim dividend, the Register of Members will be closed from 22 November 2023 to 27 November 2023 (both days inclusive), during which period no transfer of H Shares of the Company will be registered. The H Shareholders whose names appear on the Register of Members on 22 November 2023 are entitled to receive the proposed 2023 interim dividend. In order to qualify for the proposed 2023 interim dividend, the H Shareholders shall lodge all transfer documents together with the relevant share certificates to Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, 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 21 November 2023.

F. RECOMMENDATION

The Board (including the independent non-executive Directors) considers that all resolutions set out in the notice of the EGM are in the best interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of the resolutions proposed at the EGM.

G. ADDITIONAL INFORMATION

Your attention is also drawn to the information set out in Appendices to this circular.

Yours faithfully,
By Order of the Board
COSCO SHIPPING Holdings Co., Ltd.*
Xiao Junguang
Company Secretary

* *For identification purpose only*

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Biographical details of the candidates proposed to be re-election or elected as Directors and Supervisors as required under Rule 13.51(2) of the Listing Rules are set out as follows:

Executive Directors

Mr. WAN Min

Mr. WAN, aged 55, is currently the chairman of the board and party secretary of China COSCO SHIPPING Corporation Limited*, the chairman of the Board and an executive Director of the Company, and the chairman of the board and an executive director of Orient Overseas (International) Limited (a subsidiary controlled by the Company and a company listed on the Stock Exchange (Stock Code: 316)). He has served as the general manager and the deputy party secretary of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), the deputy general manager and a party committee member of China Ocean Shipping (Group) Company (currently known as China Ocean Shipping Company Limited), a director, the general manager and the deputy party secretary of China COSCO SHIPPING Corporation Limited*, the chairman of the Board and a non-executive Director of the Company, and the chairman of the board of China Tourism Group Co., Ltd.. Mr. WAN has over 30 years of experience in corporate management and has extensive experience of operation management in shipping and tourism industries. Mr. WAN has served as the chairman of the board and the party secretary of China COSCO SHIPPING Corporation Limited* since October 2021. Mr. WAN graduated from Shanghai Maritime College (currently known as Shanghai Maritime University) majoring in transportation management and engineering, and obtained a master's degree in business administration from Shanghai Jiao Tong University. He is an engineer.

A service contract is proposed to be entered into between Mr. WAN and the Company. Mr. WAN is proposed to be appointed for a term of three years commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

Save as disclosed above, Mr. WAN (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. WAN that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Mr. CHEN Yangfan

Mr. CHEN (formerly known as YANG Fan), aged 47, is currently the deputy general manager and a party committee member of China COSCO SHIPPING Corporation Limited*. He has served as the general manager of the international business center, the deputy general manager of the group customer center, the general manager of the product innovation department and the general manager of the internet business operation department of the Shanghai branch of China United Network Communications Limited (a company listed on the Shanghai Stock Exchange (Stock Code: 600050)), a manager of the first division and the third division of the product innovation department, the deputy general manager and the general manager of the product innovation department, the general manager of the information security department, the general manager of the internet operation department, the general manager of the industrial internet product center, the senior vice president of the government and enterprise customer business group at the headquarter of China United Network Communications Group Co., Ltd., and the party secretary and the general manager of the Guizhou branch of China United Network Communications Limited. Mr. CHEN has 25 years of experience in informatization and enterprise management, with extensive experience in informatization, internet and digital operation management. He has been the deputy general manager and a party committee member of China COSCO SHIPPING Corporation Limited* since November 2021. Mr. CHEN graduated from the University of Essex in the United Kingdom with a master's degree in telecommunications and information systems and is an engineer.

A service contract is proposed to be entered into between Mr. CHEN and the Company. Mr. CHEN is proposed to be appointed for a term of three years commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

Save as disclosed above, Mr. CHEN (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. CHEN that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Mr. YANG Zhijian

Mr. YANG, aged 59, is the director representing the employees of China COSCO SHIPPING Corporation Limited*, an executive Director, the general manager and the party secretary of the Company, the chairman of the board and the party secretary of COSCO SHIPPING Lines Co., Ltd. (a wholly-owned subsidiary of the Company), the chairman of the board, an executive director and the party secretary of COSCO SHIPPING Ports Limited (a company listed on the Stock Exchange (Stock Code: 1199)), an executive director of Orient Overseas (International) Limited, the chairman of the board, chief executive officer (CEO) and chairman of the executive committee of Orient Overseas Container Line Limited and a director of several subsidiaries of China COSCO SHIPPING Corporation Limited*. He previously held various positions including the head of ocean transportation division of Shanghai Ocean Shipping Company (currently known as Shanghai Ocean Shipping Co., Ltd.), the head of planning and cooperation office under the corporate planning division and deputy general manager of marketing department of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), the deputy general manager of Hong Kong Ming Wah Shipping Co., Ltd., the general manager of the trade service division and the general manager of the Asia-Pacific trade division of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), general manager and deputy party secretary of Shanghai PANASIA Shipping Company Limited, assistant to the general manager and deputy general manager of COSCO Logistics Co., Ltd. (currently known as COSCO SHIPPING Logistics Co., Ltd.), the deputy general manager, general manager and the deputy party secretary of COSCO SHIPPING Bulk Co., Ltd.. Mr. YANG has over 30 years of experience in the maritime industry and has extensive experience in container shipping, logistics and bulk transportation. Mr. YANG graduated from Shanghai Maritime University with an EMBA degree and is an economist.

A service contract is proposed to be entered into between Mr. YANG and the Company. Mr. YANG is proposed to be appointed for a term of three years commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

As at the Latest Practicable Date, Mr. YANG is the beneficial owner of 803,088 A Shares of the Company and 130,000 H Shares of the Company, and holds 413,712 A Share options under the A shares option incentive scheme of the Company.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Save as disclosed above, Mr. YANG (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. YANG that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Mr. ZHANG Wei

Mr. ZHANG, aged 57, is currently an executive Director, the deputy general manager and the deputy party secretary of the Company, a director, the general manager and the deputy party secretary of COSCO SHIPPING Lines Co., Ltd. (a wholly-owned subsidiary of the Company), the chairman of the board and the party secretary of Shanghai PANASIA Shipping Company Limited, a director of COSCO SHIPPING Ports Limited and a director of various subsidiaries of the Company. Mr. ZHANG started his career in 1987 and served as the third officer (三副) and second officer (二副) of Guangzhou Ocean Shipping Company Limited* (currently known as Guangzhou Ocean Shipping Co., Ltd.*), the deputy manager of European container shipping division II, the business manager of customer service division of marketing department, the assistant to the chief and the deputy chief of global sales division of marketing department of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), the deputy general manager of Asia-Pacific trade area, the deputy general manager of European trade area, the deputy general manager of business process and system division of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), the deputy general manager of Florens Container Services Company Limited*, the executive vice president of Piraeus Container Terminal S.A., the deputy general manager (in charge) and the general manager of operating management Division of China COSCO SHIPPING Corporation Limited*, the deputy general manager and a party committee member of COSCO SHIPPING Lines Co., Ltd., etc. Mr. ZHANG has more than 30 years of experience in the shipping industry and has extensive experience in container shipping marketing management, port management and operation. Mr. ZHANG holds a master's degree in business administration from Shanghai Maritime University and is an engineer.

A service contract is proposed to be entered into between Mr. ZHANG and the Company. Mr. ZHANG is proposed to be appointed for a term of three years commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION

As at the Latest Practicable Date, Mr. ZHANG is the beneficial owner of 646,932 A Shares of the Company, and holds 333,268 A Share options under the A shares option incentive scheme of the Company.

Save as disclosed above, Mr. ZHANG (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. ZHANG that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Mr. TAO Weidong

Mr. TAO, aged 53, is currently the general manager of the operating management division of China COSCO SHIPPING Corporation Limited*. He has served as the manager of the container transportation department and the manager of the agency department of COSCO Cosfim Co. Ltd.*, the assistant general manager and deputy general manager of COSCO (Shenzhen) International Freight Co., Ltd.* (currently known as COSCO SHIPPING Lines (Shenzhen) Co., Ltd.*), the deputy general manager of Americas trade division of COSCO Container Lines Co., Ltd. (currently known as COSCO SHIPPING Lines Co., Ltd.), the deputy general manager of COSCO (Southern China) International Freight Co., Ltd.* (currently known as COSCO SHIPPING Lines (Southern China) Co., Ltd.*), general manager of COSCO (Shanghai) International Freight Co., Ltd.* (currently known as COSCO SHIPPING Lines (Shanghai) Co., Ltd.*), general manager of COSCO SHIPPING Lines (Shanghai) Co., Ltd.*, general manager of COSCO SHIPPING International Freight Co., Ltd., and deputy general manager of COSCO SHIPPING Lines Co., Ltd. During the period from October 2022 to June 2023, he served as a director of Shanghai International Port (Group) Co., Ltd. (a company listed on the Shanghai Stock Exchange (Stock Code: 600018)). Mr. TAO has nearly 30 years of experience in corporate management and extensive experience in shipping and logistics operation and management. Since April 2020, he has been the general manager of the operating management division of China COSCO SHIPPING Corporation Limited*. Mr. TAO graduated from Shanghai Maritime College (currently known as Shanghai Maritime University), majoring in water transport management, and obtained a master's degree in business administration from Shanghai Maritime University, and is a senior engineer.

A service contract is proposed to be entered into between Mr. TAO and the Company. Mr. TAO is proposed to be appointed for a term of three years commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Save as disclosed above, Mr. TAO (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. TAO that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Non-executive Directors

Mr. YU De

Mr. YU, aged 58, is currently the assistant president and the general manager of the international business department of SAIC Motor Corporation Limited (a company listed on the Shanghai Stock Exchange (Stock Code: 600104)) and the general manager of SAIC Motor International Co., Ltd.. He previously served as the deputy director of automobile gear factory of Shanghai Automobile Co., Ltd.* (currently known as SAIC Motor Corporation Limited), the general manager of Shanghai ZF Steering Systems Co., Ltd.* (currently known as Bosch HUAYU Steering Systems Co., Ltd.) and the general manager and the party secretary of Anji AUTOMOTIVE Logistics Co., Ltd.. Mr. YU has rich experience in logistics enterprise management and international operation. Mr. YU graduated from Tongji University.

A service contract is proposed to be entered into between Mr. YU and the Company. Mr. YU is proposed to be appointed for a term commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

Save as disclosed above, Mr. YU (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. YU that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION

Independent Non-executive Directors

Prof. MA Si-hang Frederick

Prof. MA, aged 71, is a Gold Bauhinia Star awardee and Non-Official Justice of the Peace of the Hong Kong Special Administrative Region. Prof. MA is currently an independent non-executive Director of the Company, a chairman and independent non-executive director of FWD Group, an independent non-executive director of HH&L Acquisition Co. (a company listed on New York Stock Exchange (Stock Code: HHLA)), an independent non-executive director of BOC Hong Kong (Holdings) Limited (a company listed on the Stock Exchange (Stock Code: 2388 (HKD counter) and 82388 (RMB counter))) and its principal operating subsidiary Bank of China (Hong Kong) Limited, a non-executive director of Unicorn II Holdings Limited (privatized and delisted from the New York Stock Exchange since January 2022), a honorary professor of the Faculty of Economics and Finance at the University of Hong Kong, a honorary professor of the Faculty of Business Administration at the Chinese University of Hong Kong, a honorary advisor of the School of Accountancy at Central University of Finance and Economics, a member of the Hong Kong Chief Executive's Council of Advisers, a member of the international advisory council of Investcorp, and a member of the international advisory council of China Investment Corporation. Prof. MA served as a board member of several listed companies in the past, including the non-executive chairman of China Strategic Holdings Limited (currently known as CSC Holdings Limited) (a company listed on the Stock Exchange (Stock Code: 0235)), an independent non-executive director of Aluminum Corporation of China Limited (a company listed on the Stock Exchange (Stock Code: 2600) and Shanghai Stock Exchange (Stock Code: 601600)), an independent non-executive director of Guangshen Railway Co. Ltd. (a company listed on the Stock Exchange (Stock Code: 525) and Shanghai Stock Exchange (Stock Code: 601333)), an independent non-executive director of Husky Energy Inc. (a company listed on Toronto Stock Exchange (Stock Code: HSE)), an independent non-executive director of the Agricultural Bank of China Limited (a company listed on the Stock Exchange (Stock Code: 1288), Shanghai Stock Exchange (Stock Code: 601288), and New York Stock Exchange (Stock Code: ACGBY)), the chairman and non-executive director of MTR Corporation Limited (a company listed on the Stock Exchange (Stock Code: 66)), and an independent non-executive director of China Resources Land Limited (a company listed on the Stock Exchange (Stock Code: 1109)). Prof. MA previously served as a managing director of UK branch of RBC Dominion Securities Inc., a vice chairman and executive director of Kumagai Gumi (Hong Kong) Limited (currently known as Hong Kong Construction (Holdings) Limited), the managing director and head of Asia of the private banking department of Chase Bank, the Asia-Pacific chief executive officer of private banking of JPMorgan Chase & Co.'s (a company listed on the New York Stock Exchange (Stock Code: JPM)), the chief financial officer and executive director of PCCW Limited (a company listed on the Stock Exchange (Stock Code: 0008)), the Secretary for Financial Services and the Treasury of the Government of the Hong Kong Special Administrative Region, and the Secretary for Commerce and Economic Development of the Government of the Hong Kong Special Administrative Region, a member of the Global Advisory Council of Bank of America, the chairman of the Council of the Education University of Hong Kong. Prof. MA obtained a bachelor's degree in economics and history from the University of Hong Kong.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

A letter of appointment is proposed to be signed by Prof. MA and the Company, pursuant to which the annual director's fees of Prof. MA as an independent non-executive Director will be RMB350,000 (tax inclusive), or RMB450,000 (tax inclusive) if he serves as a chairman of any Board committee. According to the Articles of Association, Prof. MA is proposed to be appointed for a term of three years commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board. In view of the fact that Prof. MA has served as an independent non-executive Director of the Company since November 2020, and due to the aforementioned restriction that the consecutive term of office of independent non-executive Directors shall not exceed six years, Prof. MA will not be eligible for re-election at the general meeting upon his retirement on the date when the term of office of the seventh session of the Board expires.

Save as disclosed above, Prof. MA (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Prof. MA that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Mr. SHEN Dou

Mr. SHEN, aged 44, is currently the executive vice president of Baidu, Inc. (a company listed on the NASDAQ (Stock Code: BIDU)) and the Stock Exchange (Stock Code: 9888), the president of Baidu AI Cloud Group, a director of CITIC Aibank Corporation Limited, a director of Dalian Dongruan Holding Co., Ltd., a director of iQIYI, Inc. (a company listed on the NASDAQ (Stock Code: IQ)). Mr. SHEN worked at the headquarter of Microsoft Corporation (a company listed on the NASDAQ (Stock Code: MSFT)) and was responsible for R&D management in relation to search behaviour and semantic advertising. He subsequently founded BuzzLabs, Inc. in the United States of America, which was acquired by CityGrid Media in 2011. Mr. SHEN joined Baidu, Inc. in 2012 and served as the technical director of alliance research and development department, the senior technical director of web search department, the executive director of financial services group (FSG), and served as the executive vice president of Baidu, Inc. in May 2019 and was responsible for Baidu's mobile ecosystems group (MEG). Since May 2022, he has been in charge of Baidu's AI cloud group (ACG), which covers industrial solutions in smart manufacturing, energy, water, finance, and cities, as well as general cloud computing solutions. Based on industry practice, he led the team to formulate the new strategy "Integrating Cloud and Intelligence, deepening into the Industry" and the new structural upgrade of "Cloud Intelligence Integration 3.0", which starts from the core scene of the industry, and drives and precipitates the capability of AI PaaS layer and AI IaaS layer through creating benchmark application. Between October 2019 and June 2022, Mr.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

SHEN was a director of Trip.com Group Limited (a company listed on the NASDAQ (Stock Code: TCOM)). From April 2018 to September 2023, Mr. SHEN was a director of Kuaishou Technology (a company listed on the Stock Exchange (Stock Code: 1024)). Mr. SHEN graduated from the Hong Kong University of Science and Technology with a Ph.D. degree in computer science.

A letter of appointment is proposed to be signed by Mr. SHEN and the Company, pursuant to which the annual director's fees of Mr. SHEN as an independent non-executive Director will be RMB120,000 (tax inclusive), or RMB150,000 (tax inclusive) if he serves as a chairman of any Board committee. Mr. SHEN is proposed to be appointed for a term commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

Save as disclosed above, Mr. SHEN (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. SHEN that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Ms. HAI Chi Yuet

Ms. HAI, aged 69, has over 30 years of extensive working experience in the shipping logistics industry and has served as a consultant to Hutchison Port Holdings Limited since 2016. Ms. HAI served as the managing director of COSCO-HIT Terminals (Hong Kong) Limited, the managing director of Yantian International Container Terminals Limited, the chief executive officer of Hutchison Port Holdings Trust (a trust fund listed on the Singapore Exchange (Stock Code: NS8U, P7VU) and London Stock Exchange (Stock Code: NS8U)), the advisor to Hutchison Port Holdings Limited and the independent non-executive director of COSCO SHIPPING Development Co., Ltd.* (a company listed on the Stock Exchange (Stock Code: 2866) and Shanghai Stock Exchange (Stock Code: 601866)). Ms. HAI also served at public service organizations, including being a member of the Election Committee for the Chief Executive of Hong Kong Special Administrative Region (Transport Subsector). She also served as a member of Hong Kong Port Development Advisory Group and the president of Shenzhen Ports Association. In 2011, Ms. HAI was awarded the title of Shenzhen Honorable Citizen. Ms. HAI graduated from York University, Toronto, Canada and the University of Hong Kong with a bachelor's degree in business administration and a master's degree in Buddhist studies respectively.

APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION

A letter of appointment is proposed to be signed by Ms. HAI and the Company, pursuant to which the annual director's fees of Ms. HAI as an independent non-executive Director will be RMB350,000 (tax inclusive), or RMB450,000 (tax inclusive) if she serves as a chairman of any Board committee. Ms. HAI is proposed to be appointed for a term commencing from the date of passing of the relevant resolution at the EGM, and ending on the expiration of the term of the seventh session of the Board and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles of Association.

Save as disclosed above, Ms. HAI (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Ms. HAI that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to her proposed appointment that needs to be brought to the attention of the Shareholders.

Shareholder Representative Supervisor

Mr. YANG Shicheng

Mr. YANG, aged 58, is currently the chairman of the Supervisory Committee of the Company, a full-time external director of COSCO SHIPPING (Tianjin) Co., Ltd. and COSCO SHIPPING Bulk Co., Ltd. and a supervisor of COSCO SHIPPING (Dalian) Co., Ltd./COSCO Shipping Ferry Co., Ltd.. Mr. Yang has served as the deputy manager of the business department of COSCO Bulk Carrier Co., Ltd.* (currently known as COSCO SHIPPING (Tianjin) Co., Ltd.), the director of the business division under the transportation department, the deputy general manager of the transportation department, the executive vice dean (corresponding to the level of the department principal) of the research and development center and a party committee member of China Ocean Shipping (Group) Company (currently known as China Ocean Shipping Company Limited), the general manager of COSCO (UK) Ltd., the deputy general manager and a party committee member of COSCO SHIPPING Energy Transportation Co., Ltd. (a company listed on the Stock Exchange (Stock Code: 1138) and Shanghai Stock Exchange (Stock Code: 600026)) and the chairman of the board and the party secretary of the Party Committee of COSCO SHIPPING Investment Dalian Co., Ltd.*. Mr. YANG graduated from the University of Bristol in the United Kingdom, majoring in business laws and holds a master's degree in laws. He is a senior economist.

A service contract is proposed to be entered into between Mr. YANG and the Company in respect of the appointment of Mr. YANG as a Supervisor for a term of three years commencing from the date of passing of the relevant resolution at the EGM and ending on the expiration of the term of the seventh session of the Supervisory Committee.

APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION

Save as disclosed above, Mr. YANG (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors or senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in other listed companies in the past three years; and (iv) does not have interests in any Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. YANG that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Independent Supervisor

Mr. XU Donggen

Mr. XU, aged 61, holds a Ph.D. degree in laws, is currently a professor at the Koguan School of Law, a doctoral tutor, the director of the Institute of International Law, the director of the Centre for Financial Law and Policy Studies of Shanghai Jiao Tong University. Mr. XU is a Shanghai Labour Model. He has served as a lecturer professor of Executive Master of Business Administration (EMBA), Master of Business Administration (MBA) and Doctor of Business Administration (DBA) programmes on international finance and financial innovation, financial technology and law, international finance and law, securities investment and risk control, international business law, and overseas investment at various business schools. Mr. XU has published more than 20 textbooks and monographs in English, French and Chinese, and more than 100 academic papers. He presided over and participated in a number of national and provincial research projects. Mr. XU has more than 20 years of experience serving as an independent director of listed companies and practicing experience as a lawyer, and had participated in the planning, negotiation and project review of a large number of major international financing, capital operation, cross-border investment, mergers and acquisitions, and asset restructuring projects. Currently, he is also an independent director of Power Construction Corporation of China, Ltd. (a company listed on the Shanghai Stock Exchange (Stock Code: 601669)) and an independent director of Qingdao Citymedia Co., Ltd. (a company listed on the Shanghai Stock Exchange (Stock Code: 600229)); he was previously an independent director of Jiangsu Apon Medical Technology Co., Ltd. (a company listed on the Shenzhen Stock Exchange (Stock Code: 300753)).

A service contract is proposed to be entered into between Mr. XU and the Company in respect of the appointment of Mr. XU as a Supervisor for a term of three years commencing from the date of passing of the relevant resolution at the EGM and ending on the expiration of the term of the seventh session of the Supervisory Committee.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Save as disclosed above, Mr. XU (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors or senior management of the Company or substantial or controlling Shareholders; (iii) has not held any directorship in other listed companies in the past three years; and (iv) does not have interests in any Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. XU that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

Mr. SI Yuncong

Mr. SI, aged 59, is currently the chairman of the board and party secretary of Shenzhen SED Industry Co., Ltd. (a company listed on the Shenzhen Stock Exchange (Stock Code: 000032)). Mr. SI served as the chief of the production safety department, assistant general manager and deputy factory manager of East China Electronic Tube Factory*, deputy general manager and a party committee member of Nanjing Huadong Electronics Group Co., Ltd.*, a director and the general manager of Nanjing Huadong Electronics Information & Technology Company Limited* (currently known as TPV Technology Co., Ltd.) (a company listed on the Shenzhen Stock Exchange (Stock Code: 000727)), an executive director (legal representative) and the general manager of Nanjing Hua Dong Electronics Group Co., Ltd., deputy general manager of IRICO Group Corporation* (currently known as IRICO Group Corporation), the general manager of IRICO Group Corporation, the party secretary and the chairman of the board of IRICO Group Corporation, the chairman of the board of Xianyang China Electronics IRICO Group Holdings Co., Ltd., the vice chairman of the board of Irico Display Devices Co., Ltd. (a company listed on the Shanghai Stock Exchange (Stock Code: 600707)), the chairman of the board of Epilight Technology Co., Ltd., the chairman of the board of Shanghai Hongzheng Assets Management Co., Ltd., the chairman of the supervisory committee of Irico Display Devices Co., Ltd., the chairman of the board of Hefei IRICO Epilight Technology Co., Ltd., the chairman of the board of Irico Group New Energy Company Limited (a company listed on the Stock Exchange (Stock Code: 438)). Mr. SI graduated from East China Institute of Technology* (currently known as Nanjing University of Science & Technology) with a bachelor's degree in chemical engineering, majoring in environmental monitoring. He holds a doctorate degree in management and is a senior engineer and a member of the Communist Party of China (CPC).

A service contract is proposed to be entered into between Mr. SI and the Company in respect of the appointment of Mr. SI as a Supervisor for a term of three years commencing from the date of passing of the relevant resolution at the EGM and ending on the expiration of the term of the seventh session of the Supervisory Committee.

**APPENDIX I PARTICULARS OF RE-ELECTION AND ELECTION OF DIRECTORS
AND SUPERVISORS FOR THE FORTHCOMING SESSION**

Save as disclosed above, Mr. SI (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, senior management of the Company, substantial or controlling Shareholders; (iii) has not held any directorship in other listed companies in the past three years; and (iv) does not have interests in any Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information relating to Mr. SI that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matter in relation to his proposed appointment that needs to be brought to the attention of the Shareholders.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Hong Kong Exchanges and Clearing Limited and the Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



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 EGM

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 Thursday, 16 November 2023 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, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 30 October 2023 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. To consider and approve the proposed 2023 interim profit distribution plan of the Company and the proposed payment of an interim dividend of RMB0.51 per Share (tax inclusive).
2. To consider and approve the remuneration of members of the seventh session of the Board and the Supervisory Committee of the Company:
 - (i) the remuneration standard of members of the seventh session of the Board and the Supervisory Committee of the Company; and
 - (ii) the purchase of liability insurance for the members of the seventh session of the Board and the Supervisory Committee and the senior management of the Company and relevant authorization.
3. To consider and approve the election of the following persons nominated as executive Directors or non-executive Directors of the seventh session of the Board:
 - (i) to elect Mr. WAN Min (萬敏) as an executive Director of the seventh session of the Board of the Company;

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (ii) to elect Mr. CHEN Yangfan (陳揚帆) as an executive Director of the seventh session of the Board of the Company;
 - (iii) to elect Mr. YANG Zhijian (楊志堅) as an executive Director of the seventh session of the Board of the Company;
 - (iv) to elect Mr. ZHANG Wei (張煒) as an executive Director of the seventh session of the Board of the Company;
 - (v) to elect Mr. TAO Weidong (陶衛東) as an executive Director of the seventh session of the Board of the Company; and
 - (vi) to elect Mr. YU De (余德) as a non-executive Director of the seventh session of the Board of the Company.
4. To consider and approve the election of the following persons nominated as independent non-executive Directors of the seventh session of the Board:
- (i) to elect Prof. MA Si-hang Frederick (馬時亨) as an independent non-executive Director of the seventh session of the Board of the Company;
 - (ii) to elect Mr. SHEN Dou (沈抖) as an independent non-executive Director of the seventh session of the Board of the Company; and
 - (iii) to elect Ms. HAI Chi Yuet (奚治月) as an independent non-executive Director of the seventh session of the Board of the Company.
5. To consider and approve the election of the following persons nominated as non-employee representative Supervisors of the seventh session of the Supervisory Committee:
- (i) to elect Mr. YANG Shicheng (楊世成) as a Supervisor representing the Shareholders of the seventh session of the Supervisory Committee of the Company;
 - (ii) to elect Mr. XU Donggen (徐冬根) as an independent Supervisor of the seventh session of the Supervisory Committee of the Company; and
 - (iii) to elect Mr. SI Yuncong (司雲聰) as an independent Supervisor of the seventh session of the Supervisory Committee of the Company.

Yours faithfully,
By Order of the Board
COSCO SHIPPING Holdings Co., Ltd.*
Xiao Junguang
Company Secretary

Shanghai, the People's Republic of China

30 October 2023

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, votes of the Shareholders at the EGM shall be taken by poll.
2. 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.
3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her/its attorney duly authorized 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 authorized attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign the form of proxy or other authorization document must be notarized.
4. 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 at 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 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.
5. The register of members will be closed during the following periods and during these periods, no transfer of H Shares will be effected.

(1) To attend and vote at the EGM

For the purpose of ascertaining the H Shareholders' entitlement to attend and vote at the EGM or any adjournment or postponement thereof (as the case may be), the H Share register of members of the Company will be closed from Monday, 13 November 2023 to Thursday, 16 November 2023 (both days inclusive) during which period no transfer of the H Shares will be effected. The H Shareholders whose names appear on the H Share register of members of the Company on Monday, 13 November 2023 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 Friday, 10 November 2023.

(2) To qualify for the proposed 2023 interim dividend

For the purpose of determining the H Shareholders' entitlement to the proposed 2023 interim dividend, the register of members of the Company will be closed from 22 November 2023 to 27 November 2023 (both days inclusive), during which period no transfer of H Shares of the Company will be registered. The H Shareholders whose names appear on the register of members of the Company on 22 November 2023 are entitled to receive the proposed 2023 interim dividend. In order to qualify for the proposed 2023 interim dividend, the H Shareholders shall lodge all transfer documents together with the relevant share certificates to Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, 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 21 November 2023.

6. The Shareholders or their proxies attending the EGM shall produce their identity documents. If the attending Shareholder is a corporate, its legal representative or person authorized by the Board or other decision-making authority shall present a copy of the relevant resolution of the Board or other decision-making authority in order to attend the EGM.
7. As at the date hereof, the Directors of the Company are Mr. WAN Min¹ (Chairman), Mr. HUANG Xiaowen¹ (Vice Chairman), Mr. YANG Zhijian¹, Mr. ZHANG Wei¹, Mr. WU Dawei², Mr. ZHOU Zhonghui², Mr. TEO Siong Seng² and Prof. MA Si-hang Frederick².

¹ *Executive Director*

² *Independent non-executive Director*

* *For identification purpose only*