

## **NOTICE OF 2000 ANNUAL GENERAL MEETING**

Notice is hereby given that the 2000 Annual General Meeting of China Shipping Development Company Limited (the “Company”) will be held at 9:30 a.m. on 22nd May, 2001 at Room 1016, 700 Dong Da Ming Road, Shanghai, The People’s Republic of China for the purpose of considering and, if thought fit, approving the following resolutions:

### **As ordinary resolutions:**

1. to consider and approve the 2000 report of the board of directors of the Company;
2. to consider and approve the 2000 report of the board of supervisors of the Company;
3. to consider and approve the 2000 audited financial reports of the Company;
4. to consider and approve the proposed profit distribution plan of the Company for 2000;
5. to consider and approve the proposal to authorise the board of directors to make decisions on matters in connection with the operations of the Company;
6. to consider and approve the proposal to change the composition of the board of directors, whereby Yu Zenggang will resign as a director of the Company, who has already tendered his resignation due to his other work commitments, and the board of directors intends to elect Xue Qingxiang as a new director of the Company. Mr. Xue’s term of office shall be the same as the term of office of directors of the current board of directors;
7. to determine the remuneration of the directors and supervisors of the Company for 2001; and

8. to consider and approve the reappointment of Shanghai Zhonghua Huying C.P.A. and Ernst & Young (certified public accountants in Hong Kong) as the domestic and international auditors of the Company for 2001 respectively, and to authorise the board of directors to determine their remuneration.

By order of the Board  
Company Secretary  
**Ye Yumang**

Shanghai, the People's Republic of China  
29th March, 2001

Shanghai The People's Republic of China  
700 Dong Da Ming Road  
Post Code: 200080

Notes:

1. Holders of the Company's overseas listed foreign invested shares (in the form of "H" Shares) whose names appear on the register of members of the Company at the close of business on 20th April, 2001 are entitled to attend the Annual General Meeting with their passports or other identity papers.
2. The register of members of the Company will be closed from 21st April, 2001 to 22nd May, 2001 (both days inclusive), during which time no share transfers will be effected.
3. Each shareholder who has right to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies, whether they are shareholders or not, to attend and vote on his behalf at the Annual General Meeting.

## **NOTICE OF ANNUAL GENERAL MEETING**

### *CONTINUED*

4. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
5. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified. To be valid, the notarially certified power of attorney, or other document of authorisation, and the form of proxy must be delivered to the Company's registrar, HKSCC Registrars Limited, of 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong, not less than 24 hours before the time appointed for the holding of the Annual General Meeting.
6. Shareholders intending to attend the Annual General Meeting should return the reply slip to the Secretary's office of the board of directors of the Company before 27th April, 2001 personally or by mail, cable or facsimile. Failure to return the reply slip will not affect shareholders' rights to attend the Annual General Meeting in person.
7. The Annual General Meeting is expected to last half a day. Shareholders attending the Annual General Meeting are responsible for their own transportation and accommodation expenses.
8. The details of the Secretary's Office of the Company are as follows:

Room 1716, 700 Dong Da Ming Road, Shanghai, The People's Republic of China

Postal Code: 200080

Tel: 86(21) 6501 3329

Fax: 86(21) 6596 6886