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中國遠洋控股股份有限公司
China COSCO Holdings Company Limited*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 1919)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The “Announcement in relation to the Unusual Trading Movements of the Shares” and “Reply to the Letter of Enquiry in relation to the Unusual Trading Movements of the Shares” as published in Chinese on the website of the Shanghai Stock Exchange (www.sse.com.cn) on 19 December 2014 is enclosed hereto as overseas regulatory announcement.

By Order of the Board
China COSCO Holdings Company Limited
Guo Huawei
Joint Company Secretary

Beijing, the People's Republic of China
19 December 2014

As at the date of this announcement, the directors of the Company are Mr. MA Zehua² (Chairman), Mr. LI Yunpeng¹ (Vice Chairman), Ms. SUN Yueying², Mr. SUN Jiakang¹, Mr. YE Weilong¹, Mr. WANG Yuhang², Mr. JIANG Lijun¹ (President), Dr. FAN HSU Lai Tai, Rita³, Mr. KWONG Che Keung, Gordon³, Mr. Peter Guy BOWIE³ and Mr. YANG, Liang Yee Philip³.

¹ *Executive director*

² *Non-executive director*

³ *Independent non-executive director*

* *For identification purpose only*

Announcement in relation to the Unusual Trading Movements of the Shares of China COSCO Holdings Company Limited

The Board and all directors of the Company warrant that this announcement does not contain any misrepresentations, misleading statements or material omissions. The directors of the Company severally and jointly take responsibility as to the truthfulness, accuracy and completeness of the content of this announcement.

Important Information:

- The deviation of increase in the closing pricing of the shares (the “Shares”) of China COSCO Holdings Company Limited (the “Company”) for the three consecutive trading days exceeds 20%, which constitutes unusual trading movements of the Shares.
- According to the internal inspection by the Company and the confirmation from its controlling shareholder, the Company and its controlling shareholder confirm that there have been no other material information which should be disclosed but had not been disclosed.

I. The details of the unusual trading movements of the shares

The deviation of increase in the closing price of the Shares for the three consecutive trading days from 17 December 2014 to 19 December 2014, on an aggregated basis, exceeds 20%. According to the Rules Governing the Listing of Stocks on Shanghai Stock Exchange, the aforementioned event constitutes unusual trading movements of the Shares.

II. The relevant information noted and verified by the Company

After the internal inspection by the Board and the issuance of a letter of enquiry to the controlling shareholder of the Company, the Company considers that the current operating activities of the Company are normal and there are no material issues which could have contributed to the unusual trading movements of the Shares. The Company and its controlling shareholder did not have any material information that should be disclosed but had not been disclosed, including but not limited to any major asset restructuring, acquisition of listed companies, debt restructuring, business restructuring, assets stripping and assets injection. The Company and its controlling shareholder also undertake not to propose any of the abovementioned material matters in the next three months. In respect of the

issuance of Shares, the Company would not rule out the possibility of future issuance of shares. However, it currently has no such plans and schedules in relation thereto. In the event such matter is proposed by the Company in the future, it will duly perform its information disclosure obligations in strict compliance with relevant requirements in a timely manner.

III. Statement on whether there is any material information that should be disclosed but had not been disclosed

The Board confirms that the Company does not have any matter or related proposal, negotiation, intent or agreement that should be disclosed pursuant to the Rules Governing the Listing of Stocks on Shanghai Stock Exchange but had not been disclosed. The Board is not aware of any information that would have a material impact on the price of the Shares or derivatives of the Company and should be disclosed according to the Rules Governing the Listing of Stocks on Shanghai Stock Exchange but had not been disclosed.

IV. Reminder from the Company in relation to the risks

The designated media for information disclosure of the Company are China Securities Journal, Securities Times and the website of the Shanghai Stock Exchange (www.sse.com.cn). Investors should refer to the above for all information about the Company. Investors are advised to pay close attention to the announcements made by the Company, and to exercise caution when making decisions to prevent investment risks.

China COSCO Holdings Company Limited
19 December 2014

中國遠洋運輸(集團)總公司
China Ocean Shipping (Group) Company

To: China COSCO Holdings Company Limited (the “Company”)

19 December 2014

Dear Sir or Madam,

**Reply to the Letter of Enquiry
in relation to the Unusual Trading Movements of the Shares**

We received the *Letter of Enquiry in relation to the Unusual Trading Movements* from the Company on 19 December 2014. Our reply to the matters you inquired about in the letter of enquiry is set out as following:

Question 1: Are there any material matters that could have contributed to the unusual trading movements of the shares of the Company at present to your knowledge?

Reply: To our knowledge, there are no material matters that could have contributed to the unusual trading movements of the shares of the Company, other than the material matters that have been disclosed in the announcements of the Company.

Question 2: Do you have other material information which should have been disclosed but had not been disclosed, including but not limited to major asset restructuring, acquisition of listed companies, debt restructuring, business restructuring, assets stripping and assets injection?

Reply: To our knowledge, we have no other material information which should have been disclosed but had not been disclosed, including but not limited to major asset restructuring, acquisition of listed companies, debt restructuring, business restructuring, assets stripping and assets injection. And we undertake not to propose any of the abovementioned material matters in the next three months.

Yours faithfully

China Ocean Shipping (Group) Company