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## **CHINA SHIPPING DEVELOPMENT COMPANY LIMITED**

### **中海發展股份有限公司**

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

**(Stock Code: 1138)**

## **SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING**

Notice dated 1 April 2016 had been given by the Company to convene the annual general meeting (the “**AGM**”) of China Shipping Development Company Limited (the “**Company**”) to be held at 2:00 p.m. on Friday, 20 May 2016 at 3rd Floor, Ocean Hotel, No. 1171 Dong Da Ming Road, Hongkou District, Shanghai, the People’s Republic of China to consider and, if thought fit, pass the resolutions set out therein. This notice is a supplemental notice following the despatch of the Company’s supplemental circular dated 29 April 2016 setting out the additional resolutions to be passed at the AGM:

### **Ordinary Resolutions**

- “20. to approve the Financial Services Framework Agreement entered into between Dalian Ocean and COSCO Finance on 28 April 2016 and the transactions contemplated thereunder (including the relevant annual caps); and to authorise the directors of the Company (“**Directors**”) to exercise all powers which they consider necessary and do such other acts and things and execute such other documents which in their opinion may be necessary or desirable to implement the transactions contemplated thereunder.
  
21. to approve the Materials and Services Framework Agreement entered into between Dalian Ocean and COSCO Company on 28 April 2016, and the transactions contemplated thereunder (including the relevant annual caps); and to authorize the Directors to exercise all powers which they consider necessary and do such other acts and things and execute such other documents which in their opinion may be necessary or desirable to implement the transactions contemplated thereunder.”

By Order of the Board  
**China Shipping Development Company Limited**  
**Yao Qiaohong**  
*Company Secretary*

29 April 2016  
Shanghai  
The People’s Republic of China

\* *for identification purposes only*

*Notes:*

- (A) Please refer to the notice of the AGM dated 1 April 2016 for Resolutions 1 to 19.
- (B) Details of the Office of the Secretary to the Board of Directors of the Company are as follows:
- 7th Floor, 670 Dong Da Ming Road,  
Shanghai,  
The People's Republic of China  
Postal Code: 200080  
Tel: 86(21) 6596 6666  
Fax: 86(21) 6596 6160
- (C) Each holder of H Shares who has the right to attend and vote at the AGM is entitled to appoint in writing one or more proxies, whether that proxy is a shareholder or not, to attend and vote on his behalf at the AGM.
- (D) 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.
- (E) For holders of H Shares, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H share registrar, Hong Kong Registrars Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for holding the AGM (or any adjournment thereof) in order for such documents to be valid.
- (F) Each holder of A Shares is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on its behalf at the AGM. Note (C) also applies to holders of A Shares, except that the supplemental proxy form or other documents of authority must be delivered to the Office of the Secretary to the Board of Directors, the address of which is set out in Note (B) above, not less than 24 hours before the time appointed for holding the AGM (or any adjournment thereof) in order for such documents to be valid.
- (G) If a proxy attends the AGM on behalf of a shareholder, he should produce his identity card and the instrument signed by the proxy or his legal representative, which specifies the date of its issuance. If the legal representative of a shareholder which shareholder is a legal person attends the AGM, such legal representative should produce his identity card and valid documents evidencing his capacity as such legal representative. If a shareholder which is a legal person appoints a company representative other than its legal representative to attend the AGM, such representative should produce his identity card and an authorization instrument affixed with the seal of that shareholder (which is a legal person) and duly signed by its legal representative.

- (H) The Company has on this date issued to Shareholders a supplemental proxy form. If you intend to appoint a proxy, you should complete and return the enclosed supplemental proxy form in accordance with the instructions printed thereon and return it at least 24 hours before the time stipulated for convening the AGM or any adjourned meeting (as circumstances require). If you have already validly appointed a proxy to act for you at the AGM but have not completed and returned the supplemental proxy form, your proxy will have the right to vote at his/her discretion. Completion and return of the supplemental proxy form will not preclude you from attending, and voting at, the AGM.
- (I) The AGM is expected to last for an hour. Shareholders attending the AGM are responsible for their own transportation and accommodation expenses.
- (J) As at the date of this notice, the Board comprises Mr. Xu Lirong, Mr. Huang Xiaowen, Mr. Ding Nong, Mr. Yu Zenggang, Mr. Yang Jigui, Mr. Han Jun and Mr. Qiu Guoxuan as executive Directors, Mr. Wang Wusheng, Mr. Ruan Yongping, Mr. Ip Sing Chi, Mr. Rui Meng and Mr. Teo Siong Seng as independent non-executive Directors.