



中遠海運國際(香港)有限公司

COSCO SHIPPING INTERNATIONAL (HONG KONG) CO., LTD.

(Incorporated in Bermuda with limited liability)

(Stock Code: 00517)

FORM OF PROXY FOR THE SGM TO BE HELD ON 30 DECEMBER 2016 AT 10:15 A.M.

(or as soon as after the special general meeting of the Company to be held at the same place and on the same date at 10:00 a.m. shall have been concluded or adjourned)

I/We¹ _____ (name) of _____ (address) being the registered holder(s) of² _____ shares of HK\$0.10 each in the share capital of COSCO SHIPPING International (Hong Kong) Co., Ltd. (the "Company") hereby appoint³ the Chairman of the Meeting or _____ (name) of _____ (address) as my/our proxy to attend for me/us on my/our behalf at the special general meeting of the Company to be held at 47th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Friday, 30 December 2016 at 10:15 a.m. (or as soon as after the special general meeting of the Company to be held at the same place and on the same date at 10:00 a.m. shall have been concluded or adjourned) or at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the Meeting (the "Notice") and at the Meeting or at any adjournment thereof to vote for me/us and in my/our name(s) in respect of such resolution at hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. My/Our proxy will also be entitled to vote on any matter properly put to the Meeting and/or at any adjournment thereof in such manner as he thinks fit.

ORDINARY RESOLUTION	FOR ⁴	AGAINST ⁴
To approve, confirm and ratify the entering into of the Share Purchase Agreement (as defined in the circular of the Company dated 12 December 2016) and the transactions contemplated under it, and to authorise the directors of the Company to take all steps and do all acts and things and to execute all documents, instruments and agreements (including the affixation of the Company's common seal) deemed by them to be incidental to, ancillary to, or in connection with, the Share Purchase Agreement and the transactions contemplated under it.		

Dated this _____ day of _____ 2016 Shareholder's signature⁵ _____

Notes:

- 1 Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 2 Please insert the number of share(s) of the Company (the "Share(s)") registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
- 3 If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- 4 **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE ONLY PART OF THE NUMBER OF SHARES REGISTERED IN YOUR NAME(S) TO WHICH THIS FORM OF PROXY RELATES, PLEASE STATE THE EXACT NUMBER OF SHARES IN LIEU OF A TICK IN THE RELEVANT BOX. IF NO DIRECTION IS GIVEN, YOUR PROXY MAY VOTE OR ABSTAIN AS HE THINKS FIT.** Your proxy will also be entitled to vote at his discretion or to abstain on any resolutions properly put to the Meeting other than the resolution referred to in the Notice.
- 5 This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer or attorney duly authorised.
- 6 To be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be returned to the Company's branch share registrar and transfer office in Hong Kong, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be) and in default thereof the form of proxy shall not be treated as valid.
- 7 **Members of the Company who are entitled to attend and vote at the Meeting are those whose names appear as members of the Company on the register of members of the Company as at the close of business on Thursday, 22 December 2016. In order to be eligible to attend and vote at the Meeting, all completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 22 December 2016.**
- 8 In the case of joint registered holders of any Shares, any one of such joint registered holders may vote at the Meeting, either in person or by proxy, in respect of the Share(s) as if he were solely entitled thereto, but if more than one of such joint registered holders be present at the Meeting in person or by proxy, that one of the said joint registered holders so present whose name stands first on the register of members of the Company in respect of the Share(s) shall alone be entitled to vote in respect thereof.
- 9 The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- 10 Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the instrument appointing a proxy will be deemed to be revoked.
- 11 The resolution to be considered at the Meeting will be decided by poll. On voting by poll, each member of the Company shall have one vote for each fully paid or credited as fully paid Share.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) ("PDPO").
- (ii) Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information, the Company may not be able to process your appointment of proxy and instructions.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong.