



COSCO Pacific Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 1199)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the "Special General Meeting") of COSCO Pacific Limited (the "Company") will be held at 49th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Tuesday, 5 October 2004 at 2:30 p.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without modifications, as ordinary resolution of the Company:

ORDINARY RESOLUTION

"THAT:

- (a) the agreement for the acquisition of 163,701,456 non-publicly tradeable State-owned legal person shares in the capital of China International Marine Containers (Group) Co., Ltd. (中國國際海運集裝箱(集團)股份有限公司) from China Ocean Shipping (Group) Company (a copy of which has been produced at this meeting and marked as "Exhibit-A" and signed by the chairman of the meeting for the purpose of identification) between COSCO Container Industries Limited, a wholly-owned subsidiary of the Company, and China Ocean Shipping (Group) Company dated 19 August 2004 (the "Agreement") (details of which are set out in the circular of the Company dated 10 September 2004 to its shareholders) and all transactions contemplated thereby be and are hereby approved, confirmed and ratified; and
- (b) the directors of the Company be and are hereby authorized for and on behalf of the Company to do all such things and sign, seal, execute, perfect, perform and deliver all such documents as they may in their absolute discretion consider necessary or desirable or expedient to give effect to the Agreement or for the implementation of all transactions contemplated thereunder."

By Order of the Board
HUNG Man
Company Secretary

Hong Kong, 10 September 2004

Registered Office:

Clarendon House
Church Street
Hamilton HM 11
Bermuda

Principal Place of Business:

49th Floor, COSCO Tower
183 Queen's Road Central
Hong Kong

Notes:

1. The ordinary resolution to be considered at the Special General Meeting will be decided by poll. On voting by poll, each shareholder of the Company shall have one vote for each share held in the Company.
2. A shareholder of the Company entitled to attend and vote at the Special General Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead in accordance with the Company's Bye-laws. A proxy need not be a shareholder of the Company.
3. A form of proxy for use at the Special General Meeting is enclosed herewith.
4. To be valid, the 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 lodged at the branch share registrar of the Company in Hong Kong, Secretaries Limited at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, not less than 48 hours before the appointed time for holding the Special General Meeting or any adjournment thereof (as the case may be) and in default thereof the form of proxy and such power or authority shall not be treated as valid.
5. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the Special General Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed revoked.
6. Where there are joint holders of any shares in the Company, any one of such joint holders may vote at the Special General Meeting, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. As at the date of this notice, the board of directors of the Company comprises twenty executive directors, namely, Capt. WEI Jiafu (Chairman), Mr. LIU Guoyuan (Vice Chairman), Mr. ZHANG Fusheng, Mr. WANG Futian, Mr. GAO Weijie, Mr. CHEN Hongsheng, Mr. LI Jianhong, Mr. MA Zehua, Mr. MA Guichuan, Mr. LI Yunpeng, Ms. SUN Yueying, Mr. ZHOU Liancheng, Mr. SUN Jiakang (Managing Director), Mr. XU Lirong, Mr. HE Jiale, Mr. LIANG Yanfeng, Mr. WONG Tin Yau, Kelvin, Mr. MENG Qinghui, Mr. LU Chenggang and Mr. QIN Fuyan; four independent non-executive directors, namely, Dr. LI Kwok Po, David, Mr. LIU Lit Man, Mr. Alexander Reid HAMILTON and Mr. LEE Yip Wah, Peter and one non-executive director, namely, Mr. KWONG Che Keung, Gordon.

Please also refer to the published version of this announcement in The Standard dated 10 September 2004.