



## **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 of COSCO Pacific Limited (“Company”) will be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Thursday, 17 May 2007 at 2:45 p.m. (or so soon thereafter as the annual general meeting of the Company convened at the same place and on the same date at 2:30 p.m. shall have been concluded or adjourned) for the purposes of considering and, if thought fit, passing, with or without modification, the following resolutions as ordinary resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

1. **“THAT** the APM Shipping Continuing Connected Transactions Caps and the APM Shipping Services Master Agreement (a copy of which has been produced to the meeting and marked “A” and initialled by the chairman of the meeting for the purpose of identification), each as defined and described in the circular of the Company dated 16 April 2007 (a copy of which has been produced to the meeting and marked “B” and initialled by the chairman of the meeting for the purpose of identification), and all transactions contemplated thereunder and in connection therewith, be and are hereby approved, ratified and confirmed and any one director of the Company or any other person authorised by the board of directors of the Company from time to time be and is hereby authorised for and on behalf of the Company to execute all such other documents and agreements and do such acts or things as he or she may in his or her absolute discretion consider to be necessary, desirable, appropriate or expedient to implement or give effect to the APM Shipping Services Master Agreement and the transactions contemplated thereunder or to be incidental to, ancillary to or in connection with the matters contemplated under the APM Shipping Services Master Agreement, including agreeing and making any modifications, amendments, waivers, variations or extensions of the APM Shipping Services Master Agreement and the transactions contemplated thereunder.”
2. **“THAT** the COSCON Shipping Continuing Connected Transactions Caps and the COSCON Shipping Services Master Agreement (a copy of which has been produced to the meeting and marked “C” and initialled by the chairman of the meeting for the purpose of identification), each as defined and described in the circular of the Company dated 16 April 2007 (a copy of which has been produced to the meeting and marked “B” and initialled by the chairman of the meeting for the purpose of identification), and all transactions contemplated thereunder and in connection therewith, be and are hereby approved, ratified and confirmed and any one director of the Company or any other person authorised by the board of directors of the Company from time to time be and is hereby authorised for and on behalf of the Company to execute all such other documents and agreements and do such acts or things as he or she may in his or her absolute discretion consider to be necessary, desirable, appropriate or expedient to implement or give effect to the COSCON Shipping Services Master Agreement and the transactions contemplated thereunder or to be incidental to, ancillary to or in connection with the matters contemplated under the COSCON Shipping Services Master Agreement, including agreeing and making any modifications, amendments, waivers, variations or extensions of the COSCON Shipping Services Master Agreement and the transactions contemplated thereunder.”

3. “**THAT** the COSCON Container Continuing Connected Transactions Caps and the COSCON Container Services Agreement (a copy of which has been produced to the meeting and marked “D” and initialled by the chairman of the meeting for the purpose of identification), each as defined and described in the circular of the Company dated 16 April 2007 (a copy of which has been produced to the meeting and marked “B” and initialled by the chairman of the meeting for the purpose of identification), and all transactions contemplated thereunder and in connection therewith, be and are hereby approved, ratified and confirmed and any one director of the Company or any other person authorised by the board of directors of the Company from time to time be and is hereby authorised for and on behalf of the Company to execute all such other documents and agreements and do such acts or things as he or she may in his or her absolute discretion consider to be necessary, desirable, appropriate or expedient to implement or give effect to the COSCON Container Services Agreement and the transactions contemplated thereunder or to be incidental to, ancillary to or in connection with the matters contemplated under the COSCON Container Services Agreement, including agreeing and making any modifications, amendments, waivers, variations or extensions of the COSCON Container Services Agreement and the transactions contemplated thereunder.”

By order of the Board  
**COSCO Pacific Limited**  
**HUNG Man**  
*Company Secretary*

Hong Kong, 16 April 2007

***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 resolutions nos. 1, 2 and 3 to be considered at the meeting will be decided by poll. On voting by poll, each member shall have one vote for each share held in the Company.
2. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him in accordance with the Company’s Bye-laws. A proxy need not be a member of the Company but must be present in person to represent the member.
3. To be valid, the proxy form together with any power of attorney or other authority under which it is signed or a certified copy of such power or authority must be deposited at the principal place of business of the Company at 49th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof (as the case may be).
4. Where there are joint holders of any shares in the Company, any one of such joint holders may vote at the 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.

5. As at the date of this notice, members of the Board are Dr. WEI Jiafu<sup>2</sup> (Chairman), Mr CHEN Hongsheng<sup>1</sup>, Mr. LI Jianhong<sup>1</sup>, Mr. XU Lirong<sup>2</sup>, Ms. SUN Yueying<sup>1</sup>, Mr. XU Minjie<sup>1</sup> (Vice Chairman and Managing Director), Dr. SUN Jiakang<sup>2</sup>, Mr. WONG Tin Yau, Kelvin<sup>1</sup>, Mr. WANG Zhi<sup>1</sup>, Mr. QIN Fuyan<sup>1</sup>, Dr. LI Kwok Po, David<sup>3</sup>, Mr. LIU Lit Man<sup>3</sup>, Mr. CHOW Kwong Fai, Edward<sup>3</sup> and Mr. Timothy George FRESHWATER<sup>3</sup>.

<sup>1</sup> Executive Director

<sup>2</sup> Non-executive Director

<sup>3</sup> Independent Non-executive Director

*Please also refer to the published version of this announcement in **The Standard**.*