



COSCO Pacific Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 1199)

Proxy form for use at the special general meeting to be held on Monday, 5 December 2005 at 2:30 p.m. and at any adjournment thereof.

I/We (note 1) _____
of _____
being the registered holder(s) of (note 2) _____ shares of
HK\$0.10 each in the capital of **COSCO Pacific Limited** (the “Company”) **HEREBY APPOINT THE
CHAIRMAN OF THE MEETING** or (note 3) _____
of _____
as my/our proxy to attend and vote for me/us at the special general meeting of the Company to be held at 47th
Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Monday, the 5th day of December, 2005 at
2:30 p.m. (and at any adjournment thereof) as indicated below.

Ordinary Resolution	For (note 4)	Against (note 4)
Approval of the proposed amendments to the Share Option Scheme		

Dated _____, 2005 Shareholder’s signature (note 6) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.10 each in the capital of the Company registered in your name(s). If no number is inserted, the proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out “**THE CHAIRMAN OF THE MEETING** or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than the resolution referred to in the notice convening the meeting.
5. Under the Company’s Bye-laws, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is properly demanded; and on a show of hands, every member present in person or by proxy or (being a corporation) by duly authorised representative shall have one vote.
6. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this proxy form must be under its common seal or under the hand of an officer or attorney duly authorised.
7. 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 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.
8. 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.
9. A proxy need not be a member of the Company but must be present in person to represent the member.
10. Completion and deposit of the proxy form will not preclude you from attending and voting at the meeting if you so wish.