



**COSCO Pacific Limited**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1199)**

**Proxy form for use at the annual general meeting to be held at 47th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Thursday, 17th May 2012 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 annual general meeting (the "Annual General Meeting") of the Company to be held at 47th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Thursday, 17th May 2012 at 2:30 p.m. and at any adjournment thereof as indicated below.

| <b>ORDINARY RESOLUTIONS</b> |  | <b>FOR</b> <i>(Note 5)</i> | <b>AGAINST</b> <i>(Note 5)</i> |
|-----------------------------|--|----------------------------|--------------------------------|
| 1.                          | To receive and consider the financial statements and the directors' and independent auditor's reports for the year ended 31st December 2011  |                            |                                |
| 2.                          | To declare a final dividend for the year ended 31st December 2011  |                            |                                |
| 3.                          | (i) (a) To re-elect Mr. LI Yunpeng as director   |                            |                                |
|                             | (b) To re-elect Dr. WANG Xingru as director  |                            |                                |
|                             | (c) To re-elect Mr. WAN Min as director  |                            |                                |
|                             | (d) To re-elect Mr. FENG Bo as director  |                            |                                |
|                             | (e) To re-elect Mr. WANG Wei as director   |                            |                                |
|                             | (f) To re-elect Mr. YIN Weiyu as director  |                            |                                |
|                             | (g) To re-elect Mr. Timonhly George FRESHWATER as director   |                            |                                |
|                             | (ii) To elect Mr. Adrian David LI Man Kiu as director  |                            |                                |
|                             | (iii) To authorise the board of directors to fix the remuneration of directors   |                            |                                |
| 4.                          | To re-appoint PricewaterhouseCoopers as auditor of the Company and authorise the board of directors to fix the remuneration of auditor   |                            |                                |
| 5.                          | (A) To grant a general mandate to the directors to allot, issue and deal with the additional shares of the Company as set out in the Ordinary Resolution in item 5(A) of the notice of Annual General Meeting            |                            |                                |
|                             | (B) To grant a general mandate to the directors to repurchase shares of the Company as set out in the Ordinary Resolution in item 5(B) of the notice of Annual General Meeting   |                            |                                |
|                             | (C) To extend the general mandate granted to the directors to allot, issue and deal with the additional shares of the Company as set out in the Ordinary Resolution in item 5(C) of the notice of Annual General Meeting |                            |                                |

Dated \_\_\_\_\_ 2012 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) to which this proxy form relates. 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. If no name is inserted, the Chairman of the Meeting will act as your proxy.
4. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE RELEVANT RESOLUTION(S). IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE RELEVANT RESOLUTION(S).** If you wish to vote only part of the number of shares registered in your name(s) to which this proxy form relates, please state the exact number of shares in lieu of a tick in the relevant box. Failure to complete any or all boxes will entitle your proxy to abstain or cast his votes on the relevant resolution(s) at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting.
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 was 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 power of attorney or other authority (if any) 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. Any member of the Company entitled to attend and vote at the meeting shall be entitled to appoint one or more (if the relevant member holds more than one share) proxies to attend and vote instead of him. 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.