



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

**Proxy form for use at the special general meeting to be held at 47th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Thursday, 13th June 2013 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 Thursday, 13th June 2013 at 2:30 p.m. and at any adjournment thereof as indicated below.

<b>ORDINARY RESOLUTION</b> (Note 4)	<b>FOR</b> (Note 5)	<b>AGAINST</b> (Note 5)
To (a) approve, ratify and confirm the entering into of the conditional sale and purchase agreement dated 20th May 2013 (the "Agreement") between the Company as the Vendor, Long Honour Investments Limited as the Purchaser and COSCO (Hong Kong) Group Limited as the Guarantor in relation to the disposal of the entire issued share capital of COSCO Container Industries Limited and the assignment of the unsecured, non-interest bearing and on-demand loan outstanding and owing from COSCO Container Industries Limited to the Company as at the date of completion of the transactions contemplated thereunder as described in the circular of the Company dated 24th May 2013 (the "Circular") and the transactions contemplated thereunder; and (b) authorise the director(s) of the Company to, amongst other matters, sign, execute and deliver or to authorise the signing, execution and delivery of all such documents and to do all such things as they may consider necessary, expedient or desirable to implement and/or to give effect to or otherwise in connection with the Agreement and the transactions contemplated thereunder and as they may in their discretion consider to be in the interest of the Company.		

Dated \_\_\_\_\_ 2013 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. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. The full text of the resolution is set out in the notice of the special general meeting of the Company dated 24th May 2013. The description here is by way of summary only. Capitalised terms used in the resolution shall have the same meanings as those defined in the circular of the Company dated 24th May 2013.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK 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 proxy form relates, please state the exact number of shares in lieu of a tick in the relevant box. Failure to complete the box will entitle your proxy to abstain or 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 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.