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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**If you are in any doubt** as to any aspect of this circular, or as to the action to be taken, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **COSCO Pacific Limited**, you should at once hand this circular and the accompanying proxy form to the purchaser or transferee or to the bank, the licensed securities dealer or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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**COSCO Pacific Limited**  
**中遠太平洋有限公司**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1199)**

### PROPOSED CHANGE OF COMPANY NAME

AND

### NOTICE OF SPECIAL GENERAL MEETING

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A letter from the Board is set out on pages 2 to 4 of this circular. A notice convening the SGM to be held at 47th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Monday, 18 July 2016 at 2:30 p.m. is set out on pages 5 to 6 of this circular. Whether or not you are able to attend the SGM, please complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the principal place of business of the Company in Hong Kong at 49th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the SGM or any adjourned meeting should you so wish.

**Shareholders who are entitled to vote at the SGM are those whose names appear as Shareholders on the register of members of the Company as at the close of business on Tuesday, 12 July 2016. In order to be entitled to vote at the SGM, all completed transfer documents, accompanied by relevant share certificates, must be lodged with the Company's Hong Kong share registrar and transfer office, Tricor Secretaries Limited of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on Tuesday, 12 July 2016.**

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*This circular in both English and Chinese is available in printed form and published on the respective websites of the Company at “<http://www.coscopac.com.hk>” and Hong Kong Exchanges and Clearing Limited at “<http://www.hkexnews.hk>”. To the extent that there are any inconsistencies between the English version and the Chinese version of this circular, the English version shall prevail.*

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## DEFINITIONS

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*In this circular the following expressions shall have the following meanings unless the context requires otherwise:*

“Board”	the board of Directors;
“Company”	COSCO Pacific Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1199);
“Director(s)”	the director(s) of the Company;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Proposed Change of Company Name”	the proposal to change the English name of the Company from “COSCO Pacific Limited” to “COSCO SHIPPING Ports Limited” and to adopt the Chinese name “中遠海運港口有限公司” as the secondary name of the Company to replace “中遠太平洋有限公司”, the Chinese name currently used by the Company;
“SGM”	the special general meeting of the Company to be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Monday, 18 July 2016 at 2:30 p.m. or, where the context so admits, any adjournment thereof;
“SGM Notice”	the notice dated 23 June 2016 convening the SGM as set out on pages 5 to 6 of this circular;
“Share(s)”	share(s) of HK\$0.10 each in the capital of the Company;
“Shareholder(s)”	holder(s) of Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong.

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## LETTER FROM THE BOARD

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**COSCO Pacific Limited**  
**中遠太平洋有限公司**  
*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 1199)

**Directors:**

Mr. HUANG Xiaowen<sup>2</sup> (*Chairman*)  
Mr. ZHANG Wei<sup>1</sup> (*Vice Chairman & Managing Director*)  
Mr. FANG Meng<sup>1</sup>  
Mr. DENG Huangjun<sup>1</sup>  
Mr. TANG Runjiang<sup>1</sup>  
Mr. FENG Bo<sup>1</sup>  
Mr. WANG Wei<sup>2</sup>  
Mr. WANG Haimin<sup>2</sup>  
Dr. WONG Tin Yau, Kelvin<sup>1</sup>  
Dr. FAN HSU Lai Tai, Rita<sup>3</sup>  
Mr. Adrian David LI Man Kiu<sup>3</sup>  
Mr. IP Sing Chi<sup>3</sup>  
Mr. FAN Ergang<sup>3</sup>  
Mr. LAM Yiu Kin<sup>3</sup>

**Registered Office:**

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

**Principal Place of Business:**

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

**General Counsel & Company Secretary:**

Ms. HUNG Man, Michelle

<sup>1</sup> Executive Director

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

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

23 June 2016

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME  
AND  
NOTICE OF SPECIAL GENERAL MEETING**

**1. INTRODUCTION**

We refer to the announcement of the Company dated 16 June 2016 in respect of the Proposed Change of Company Name. The purpose of this circular is to provide you with information regarding the Proposed Change of Company Name and to give notice of the SGM.

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## LETTER FROM THE BOARD

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### 2. PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “COSCO Pacific Limited” to “COSCO SHIPPING Ports Limited” and to adopt the Chinese name “中遠海運港口有限公司” as the secondary name of the Company to replace “中遠太平洋有限公司”, the Chinese name currently used by the Company.

#### **Reasons for the Proposed Change of Company Name**

The Board considers that the proposed new English name and the proposed secondary name of the Company will fully reflect that the Company focuses on developing as a professional port and terminal operator. Being strongly supported by the world-class container shipping fleet of its parent Company, China COSCO Shipping Corporation Limited, the Company will continuously enhance its competitiveness in business development in the international market, thereby it will reinforce its leading position in the global container terminal industry.

#### **Conditions for the Proposed Change of Company Name**

The Proposed Change of Company Name is subject to the following conditions:

- (a) the passing of a special resolution by the Shareholders at the SGM approving the Proposed Change of Company Name; and
- (b) the Registrar of Companies in Bermuda approving the proposed new English name and the proposed secondary name of the Company.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will become effective on the date on which the Registrar of Companies in Bermuda registers the new English name in place of the existing English name of the Company and registers the secondary name of the Company and issues the certificate of incorporation on change of name and the certificate of secondary name. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong.

#### **Effects of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. Other than the change to the English stock short name and the Chinese stock short name to be announced by the Company following the Proposed Change of Company Name becoming effective, the trading arrangements for the Shares on the Stock Exchange will not be affected. After the Proposed Change of Company Name becomes effective, any new issue of share certificates will be issued in the new English name and the secondary name of the Company. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Proposed Change of Company Name becomes effective, remain to be evidence of title to Shares and will continue to be valid for trading, settlement and registration purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new names of the Company.

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## LETTER FROM THE BOARD

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The Company will make further announcement(s) to inform Shareholders of the poll results of the SGM, the effective date of the Proposed Change of Company Name and the new stock short names of the Company as and when appropriate.

### 3. SGM

The SGM will be held at 47th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong on Monday, 18 July 2016 at 2:30 p.m. for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name. The SGM Notice is set out on pages 5 to 6 of this circular.

Shareholders who are entitled to vote at the SGM are those whose names appear as Shareholders on the register of members of the Company as at the close of business on Tuesday, 12 July 2016. In order to be entitled to vote at the SGM, all completed transfer documents, accompanied by relevant share certificates, must be lodged with the Company's Hong Kong share registrar and transfer office, Tricor Secretaries Limited of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on Tuesday, 12 July 2016. Having made all reasonable enquiries, the Directors are not aware of any Shareholder who is required to abstain from voting on the resolution to approve the Proposed Change of Company Name to be proposed at the SGM under the Listing Rules.

A proxy form for use at the SGM is enclosed with this circular. Whether or not you intend to attend the SGM or any adjournment thereof, you are requested to complete the proxy form in accordance with the instructions printed thereon and return the same to the principal place of business of the Company in Hong Kong at 49th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the SGM or any adjourned meeting if you so wish.

Pursuant to Rule 13.39(4) of the Listing Rules, the resolution to approve the Proposed Change of Company Name to be proposed at the SGM will be put to vote by way of poll. An announcement of the results of the poll will be made by the Company after the SGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

### 4. RECOMMENDATIONS

The Board considers that the Proposed Change of Company Name is in the best interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favour of the resolution to approve the Proposed Change of Company Name as set out in the SGM Notice.

Yours faithfully,  
For and on behalf of  
**COSCO Pacific Limited**  
**HUANG Xiaowen**  
*Chairman*

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## NOTICE OF THE SGM

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### COSCO Pacific Limited 中遠太平洋有限公司

*(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 (the “**Company**”) will be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Monday, 18 July 2016, at 2:30 p.m. for the purpose of considering and, if thought fit, passing with or without modifications the following resolution as a special resolution of the Company:

#### **SPECIAL RESOLUTION**

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda, the English name of the Company be changed from “COSCO Pacific Limited” to “COSCO SHIPPING Ports Limited” and the Chinese name “中遠海運港口有限公司” be adopted as the secondary name of the Company (the “**Change of Company Name**”) and that the directors of the Company be and are hereby authorised to do all such acts and things and execute all such documents as they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board  
**COSCO Pacific Limited**  
**HUNG Man, Michelle**  
*General Counsel & Company Secretary*

Hong Kong, 23 June 2016

**Registered Office:**

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

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## NOTICE OF THE SGM

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**Principal Place of Business:**

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

*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or (if the relevant member is the holder of two or more shares in the Company) more than one proxy 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.
2. 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.
3. Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting in person at the meeting or any adjourned meeting thereof if the shareholder of the Company so desires, and in such event, the proxy form will be deemed to be revoked.
4. Where there are joint holders of any share in the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share 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 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. Shareholders of the Company who are entitled to vote at the meeting are those whose names appear as shareholders of the Company on the register of members of the Company as at the close of business on Tuesday, 12 July 2016. In order to be entitled to vote at the meeting, all completed transfer documents, accompanied by relevant share certificates, must be lodged with the Company's Hong Kong share registrar and transfer office, Tricor Secretaries Limited of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on Tuesday, 12 July 2016.