
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental circular or as to the action you should take, 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 SHIPPING Ports Limited**, you should at once hand this supplemental circular and the accompanying revised proxy form to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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COSCO SHIPPING Ports Limited

中遠海運港口有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1199)

**SUPPLEMENTAL CIRCULAR IN RELATION TO
THE PROPOSAL FOR RE-ELECTION OF RETIRING DIRECTORS
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

This supplemental circular should be read together with the circular of COSCO SHIPPING Ports Limited dated 25 April 2025 and the notice convening the annual general meeting (the “AGM”) to be held at 2:30 p.m. on Tuesday, 20 May 2025 at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong. A supplemental notice of the AGM is set out in this supplemental circular.

Whether or not you are able to attend the meeting, you are advised to read this supplemental circular and complete the accompanying revised proxy form in accordance with the instructions printed thereon and return the relevant form to the Company’s Hong Kong Registrar and Transfer Office, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding of the meeting or any adjournment thereof. Completion and return of the revised proxy form will not preclude shareholders from attending and voting in person at the meeting or any adjourned meeting should they so wish.

2 May 2025

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LETTER FROM THE BOARD



COSCO SHIPPING Ports Limited

中遠海運港口有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1199)

Directors:

Mr. ZHU Tao¹ (*Chairman*)
Ms. WU Yu¹ (*Managing Director*)
Mr. MA Xianghui²
Mr. CHEN Shuai²
Dr. FAN HSU Lai Tai, Rita³
Mr. Adrian David LI Man Kiu³
Mr. LAM Yiu Kin³
Prof. CHAN Ka Lok³
Mr. YANG Liang Yee Philip³

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, Board Secretary,

Chief Compliance Officer:

Ms. HUNG Man, Michelle

- ¹ Executive Director
² Non-executive Director
³ Independent Non-executive Director

2 May 2025

To the Shareholders,

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR IN RELATION TO
THE PROPOSAL FOR RE-ELECTION OF RETIRING DIRECTORS
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

This supplemental circular (the “**Supplemental Circular**”) shall be read together with the circular of COSCO SHIPPING Ports Limited (the “**Company**”) dated 25 April 2025 (the “**Circular**”). Unless otherwise stated, capitalised terms used in this Supplemental Circular shall have the same meanings as those defined in the Circular.

LETTER FROM THE BOARD

The AGM will be held on 20 May 2025. The purpose of this Supplemental Circular is to provide you with (a) the supplemental notice of the AGM (the “**Supplemental Notice**”) (which is set out on pages 7 and 8 herein) and (b) information regarding (i) the change in the resolution to consider and approve the re-election of retiring Directors, and (ii) the special arrangements about completion and submission of the Revised Proxy Form (as defined below).

2. THE PROPOSAL FOR RE-ELECTION OF RETIRING DIRECTORS

Reference is made to the announcement of the Company dated 30 April 2025 in relation to, inter alia, the appointment of Ms. WU Yu (“**Ms. WU**”) as an executive Director and the managing director of the Company with effect from 30 April 2025.

In accordance with Clause 83(2) of the Bye-laws, Ms. WU, who was appointed as an executive Director and the managing director of the Company with effect from 30 April 2025, shall hold office until the first annual general meeting of the Company after her appointment and, being eligible, has offered herself for re-election at the AGM. Therefore, an additional resolution will be proposed at the AGM to approve the re-election of Ms. WU as Director.

In view of the above, the resolutions under item numbered 2 relating to the re-election of the retiring Directors as set out in the AGM Notice should be deleted in its entirety and replaced by the new resolutions under item numbered 2 as set out in the Supplemental Notice.

The biographical details of Mr. MA Xianghui, Mr. CHEN Shuai, Prof. CHAN Ka Lok and Mr. YANG Liang Yee Philip are set out in the Appendix to the Circular. The biographical details of Ms. WU are set out in the Appendix I to this Supplemental Circular.

3. SUPPLEMENTAL NOTICE AND THE REVISED PROXY FORM

As a result of the appointment of executive Director subsequent to the dispatch of the Circular containing the AGM Notice and the proxy form (the “**Original Proxy Form**”) on 25 April 2025, the Supplemental Notice set out on pages 7 and 8 of this Supplemental Circular and the accompanying revised proxy form are for use at the AGM (the “**Revised Proxy Form**”). Save as disclosed above, all the other resolutions originally proposed in the Circular will remain unchanged.

Please refer to the Circular and the AGM Notice for the details of other resolutions to be proposed in the AGM and other relevant matters.

LETTER FROM THE BOARD

Special arrangements about the completion and submission of the Revised Proxy Form are also set out in Appendix II to this Supplemental Circular. Shareholders who have appointed or intend to appoint a proxy/proxies to attend the AGM are requested to pay particular attention to the special arrangements set out therein. Shareholders are requested to complete the Revised Proxy Form in accordance with the instructions printed thereon and return it to the Company's Hong Kong Registrar and Transfer Office, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.

4. RECOMMENDATION

In addition to the recommendation contained in the Circular, the Directors believe that the proposed re-election of Ms. WU as Director as set out in this Supplemental Circular is in the best interest of the Company and the Shareholders. Accordingly, the Directors recommend that all Shareholders should vote in favour of the relevant resolution to be proposed at the AGM.

5. RESPONSIBILITY STATEMENT

This Supplemental Circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this Supplemental Circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this Supplemental Circular misleading.

6. GENERAL

The latest practicable date (“**Latest Practicable Date**”) prior to the printing of this Supplemental Circular for ascertaining certain information contained herein is 30 April 2025. Should there be any discrepancies between the Chinese and English versions of this Supplemental Circular, the English version shall prevail.

Yours faithfully,
For and on behalf of
COSCO SHIPPING Ports Limited
ZHU Tao
Chairman

APPENDIX I DETAILS OF RETIRING DIRECTOR PROPOSED FOR RE-ELECTION

The details of Ms. WU Yu, the retiring Director proposed to be re-elected at the AGM, are set out as follow:

Ms. WU, aged 49, has been an executive Director and managing director of the Company since April 2025. She is the Chairwoman of the Risk Management Committee of the Company, and a member of the Executive Committee, Remuneration Committee, Nomination Committee and Investment and Strategic Planning Committee of the Company. Ms. WU is the deputy general manager of COSCO SHIPPING Holdings Co., Ltd. (“**COSCO SHIPPING Holdings**”, an intermediate controlling Shareholder listed in Hong Kong and Shanghai), deputy general manager of COSCO SHIPPING Lines Co., Ltd. (“**COSCO SHIPPING Lines**”, a subsidiary of COSCO SHIPPING Holdings), a director and member of the executive committee of Orient Overseas Container Line Limited (a subsidiary of COSCO SHIPPING Holdings), the chief executive officer of OOCL Logistics Limited, and the chairman of Shanghai COSCO SHIPPING Information & Technology Co., Ltd. Having commenced her career in 1997, Ms. WU has held various positions at COSCO Container Lines Co., Ltd. (now known as COSCO SHIPPING Lines), including business manager of the E-commerce Division of the Corporate Information Development Department, deputy manager of the Route Information Department, manager of the Planning and Operations Division of the Strategic Development Department and deputy general manager of the Corporate Information Development Department. She also served as the general manager of the Corporate Information Development Department of COSCO SHIPPING Lines and assistant general manager of that company. Ms. WU holds a Bachelor’s Degree in International Shipping Management from Shanghai Maritime University and a Master’s Degree in Business Administration from Fudan University. She is an economist.

As at the Latest Practicable Date and save as disclosed above, Ms. WU did not hold any directorships in any other listed public companies during the past three years, did not hold any other positions with the Company or other members of the Group and did not have any other relationships with any of the other Directors, senior management of the Company, substantial Shareholders or controlling Shareholders.

The service agreement entered into between the Company and Ms. WU for being an executive Director and the managing director of the Company is for a term of three years commencing on 30 April 2025. The agreement is terminable by either party giving to the other party not less than three months’ notice in writing. The term of appointment of Ms. WU is subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company. According to the service agreement, the remuneration of Ms. WU comprises a basic annual salary of HK\$2,570,000 determined by the Board, plus performance-based annual bonus and tenure incentive. During her tenure as the managing director of the Company, Ms. WU will not receive additional remuneration for the other positions she holds within the Company. The remuneration has been recommended by the Remuneration Committee of the Company and determined by the Board according to the terms of the service agreement and with reference to the importance of her management position in the Company, her level of responsibilities and the remuneration policy of the Group.

APPENDIX I DETAILS OF RETIRING DIRECTOR PROPOSED FOR RE-ELECTION

As at the Latest Practicable Date, Ms. WU did not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Ms. WU confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with her re-election and there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

In the opinion of the Directors, other than the aforesaid matters, there are no other matters that need to be brought to the attention of the Shareholders in relation to the re-election of Ms. WU as Director.

APPENDIX II SPECIAL ARRANGEMENTS ABOUT COMPLETION AND SUBMISSION OF THE REVISED PROXY FORM

A Shareholder who has not yet lodged the Original Proxy Form with the Company's Hong Kong Registrar and Transfer Office is requested to lodge the Revised Proxy Form in accordance with the instructions printed thereon if the Shareholder wishes to appoint a proxy/proxies to attend the AGM on its/his/her behalf. In this case, the Original Proxy Form should not be lodged with the Company's Hong Kong Registrar and Transfer Office.

A Shareholder who has already lodged the Original Proxy Form with the Company's Hong Kong Registrar and Transfer Office should note that:

- (i) if no Revised Proxy Form is lodged with the Company's Hong Kong Registrar and Transfer Office, the Original Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy so appointed by the Shareholder under the Original Proxy Form will be entitled to vote at his discretion or abstain on any resolution properly put to the AGM other than those referred to in the AGM Notice, as supplemented by the Supplemental Notice, and the Original Proxy Form, as revised by the Revised Proxy Form;
- (ii) if the Revised Proxy Form is lodged with the Company's Hong Kong Registrar and Transfer Office at a time in any event not later than 48 hours before the time appointed for holding of the AGM or any adjournment thereof (the "**Closing Time**"), the Revised Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder and will revoke and supersede the Original Proxy Form previously lodged by the Shareholder; or
- (iii) if the Revised Proxy Form is lodged with the Company's Hong Kong Registrar and Transfer Office after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the Revised Proxy Form will be invalid and in the latter case, the validity of the Revised Proxy Form will be subject to the discretion of the Board. Whether or not the Revised Proxy Form is valid, it will revoke the Original Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy appointed under the Original Proxy Form will not be counted in any poll which may be taken on a proposed resolution. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form before the Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.

Shareholders are reminded that completion and delivery of the Original Proxy Form and/or the Revised Proxy Form will not preclude Shareholders from attending and voting at the AGM or any adjourned meeting should they so wish. Shareholders who have appointed or intend to appoint a proxy/proxies to attend the AGM are requested to pay attention to the special arrangements set out above.

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING



COSCO SHIPPING Ports Limited

中遠海運港口有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1199)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This notice is supplemental to the notice of the annual general meeting (the “AGM”) of COSCO SHIPPING Ports Limited (the “Company”) dated 25 April 2025 (the “AGM Notice”) to convene the AGM to be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Tuesday, 20 May 2025 at 2:30 p.m.

Details of the proposed resolutions to be considered at the AGM were stated in the AGM Notice. Unless otherwise stated, terms defined herein shall have the same meanings as those defined in the circular of the Company dated 25 April 2025. Apart from the amendments stated below, all the information contained in the AGM Notice remains to be valid and effective.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT:

Due to the matters as set out in this supplemental circular of the Company dated 2 May 2025 (the “**Supplemental Circular**”), the resolutions under item numbered 2 stated in the AGM Notice should be deleted in its entirety and replaced by the following new resolutions under item numbered 2:

2. (a) To re-elect Ms. WU Yu as director of the Company
- (b) To re-elect Mr. MA Xianghui as director of the Company
- (c) To re-elect Mr. CHEN Shuai as director of the Company
- (d) To re-elect Prof. CHAN Ka Lok as director of the Company
- (e) To re-elect Mr. YANG Liang Yee Philip as director of the Company

Apart from the amendments set out above, all the information contained in the AGM Notice shall remain to have full force and effect.

By Order of the Board
COSCO SHIPPING Ports Limited
HUNG Man, Michelle
*General Counsel, Board Secretary,
Chief Compliance Officer*

Hong Kong, 2 May 2025

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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

Notes:

1. Details in respect of the above are set out in this Supplemental Circular.
2. A revised proxy form (the "**Revised Proxy Form**") in connection with the above resolutions is enclosed with this Supplemental Circular.
3. Please refer to the AGM Notice for details of other resolutions to be proposed at the AGM and other relevant matters.
4. Any member of the Company entitled to attend and vote at the meeting is 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.
5. To be valid, the Revised Proxy Form together with any 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 Company's Hong Kong Registrar and Transfer Office, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
6. Details of those retiring Directors under item no. 2 of this Notice proposed for re-election are set out in Appendix to the Company's circular to shareholders dated 25 April 2025 and Appendix I to this Supplemental Circular dated 2 May 2025 respectively.
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 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.
8. All resolutions set out in the AGM Notice and this notice will be decided by poll at the meeting.