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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 SHIPPING Ports 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 SHIPPING Ports Limited

中遠海運港口有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1199)

**PROPOSALS FOR
GENERAL MANDATES TO
ISSUE NEW SHARES AND REPURCHASE ITS OWN SHARES,
INCREASE IN AUTHORISED SHARE CAPITAL,
RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the annual general meeting (the “AGM”) of COSCO SHIPPING Ports Limited (the “Company”) to be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Friday, 22 May 2026 at 2:30 p.m. is set out on pages 16 to 21 of this circular. Whether or not you are able to attend the meeting, please complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company’s Branch Registrar and Transfer Office in Hong Kong, 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 proxy form will not preclude shareholders from attending and voting in person at the meeting or any adjourned meeting should they so wish.

29 April 2026

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Friday, 22 May 2026 at 2:30 p.m. or, where the context so admits, any adjournment thereof;
“AGM Notice”	the notice dated 29 April 2026 convening the AGM as set out on pages 16 to 21 of this circular;
“Board”	the board of directors of the Company;
“Bye-laws”	the amended and restated Bye-laws of the Company (as may be amended from time to time);
“Company”	COSCO SHIPPING Ports Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the main board of the Stock Exchange;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries from time to time;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Issue Mandate”	a general mandate to the Directors to exercise the power of the Company to allot, issue and deal with Shares during the period as set out in the Ordinary Resolution no. 6(A) of the AGM Notice up to 20% of the total number of Shares in issue (excluding any treasury shares) as at the date of passing that resolution;
“Latest Practicable Date”	22 April 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular;

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Ordinary Resolution(s)”	the proposed ordinary resolution(s) as referred to in the AGM Notice;
“Repurchase Mandate”	a general mandate to the Directors to exercise the power of the Company to repurchase Shares during the period as set out in the Ordinary Resolution no. 6(B) of the AGM Notice up to 10% of the total number of Shares in issue (excluding any treasury shares) as at the date of passing that resolution;
“SFO”	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Share(s)”	share(s) of HK\$0.10 each in the capital of the Company (or of such other nominal amount as shall result from a sub-division, consolidation, reclassification or reconstruction of the share capital of the Company from time to time);
“Shareholder(s)”	holder(s) of Share(s);
“Share Repurchase Rules”	the relevant rules set out in the Listing Rules to regulate the repurchase by companies with primary listing of their own securities on the Stock Exchange;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs; and
“%”	per cent.

LETTER FROM THE CHAIRMAN



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
Mr. Adrian David LI Man Kiu³
Mr. LAM Yiu Kin³
Prof. CHAN Ka Lok³
Mr. YANG Liang Yee Philip³
Prof. TAM Kam Lan, Annie³

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:

Ms. HUNG Man, Michelle

¹ Executive Director

² Non-executive Director

³ Independent Non-executive Director

29 April 2026

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR
GENERAL MANDATES TO
ISSUE NEW SHARES AND REPURCHASE ITS OWN SHARES,
INCREASE IN AUTHORISED SHARE CAPITAL,
RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

At the annual general meeting of the Company held on 20 May 2025, resolutions of the Shareholders were passed, amongst other things, giving general unconditional mandates to the Directors to exercise the powers of the Company to:

- (1) allot, issue and deal with Shares not exceeding 20% of the total number of Shares in issue as at that date;

LETTER FROM THE CHAIRMAN

- (2) repurchase Shares representing up to 10% of the total number of Shares in issue as at that date; and
- (3) extend the general mandate for issuing Shares as mentioned in paragraph (1) above by an amount representing the total number of any Shares repurchased by the Company pursuant to the general mandate to repurchase shares as mentioned in paragraph (2) above.

The above general mandates shall lapse at the conclusion of the AGM. It is therefore proposed that your approval of the Ordinary Resolutions be sought at the AGM to grant new general mandates to the Directors.

The purpose of this circular is to provide you with information regarding resolutions to be proposed at the AGM relating to the Issue Mandate, Repurchase Mandate, extension of the Issue Mandate, increase in authorised share capital, re-election of retiring Directors and to seek your approval of the resolutions in relation to these matters at the AGM.

2. GENERAL MANDATE TO ISSUE SHARES

It will be proposed at the AGM, Ordinary Resolutions nos. 6(A) and 6(C) in the AGM Notice for granting to the Directors a general mandate to allot, issue and deal with new Shares not exceeding 20% of the total number of Shares in issue (excluding any treasury shares) as at the date of passing the Ordinary Resolution no. 6(A) in the AGM Notice and adding to such general mandate so granted to the Directors any Shares representing the total number of Shares repurchased by the Company after the granting of the general mandate to repurchase Shares up to 10% of the total number of Shares in issue (excluding any treasury shares) as at the date of passing the Ordinary Resolution no. 6(B) in the AGM Notice. Such general mandate to allot, issue and deal with new Shares shall be exercisable during the period from the passing of the Ordinary Resolutions nos. 6(A) and 6(C) in the AGM Notice until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable laws of Bermuda to be held;
or
- (iii) the date on which the authority set out in such Ordinary Resolutions is revoked or varied by an ordinary resolution or ordinary resolutions of the Shareholders in general meeting of the Company.

LETTER FROM THE CHAIRMAN

As at the Latest Practicable Date, the total number of issued Shares of the Company comprised 3,959,954,940 Shares. Subject to passing of the Ordinary Resolution no. 6(A) in the AGM Notice and on the basis that no further Shares will be issued or repurchased prior to the AGM, the Company will be allowed to allot, issue and deal with a maximum of 791,990,988 Shares representing not more than 20% of the total number of Shares in issue (excluding any treasury shares) as at the Latest Practicable Date.

3. GENERAL MANDATE TO REPURCHASE SHARES

It will also be proposed at the AGM the Ordinary Resolution no. 6(B) in the AGM Notice for granting to the Directors the power to exercise the powers of the Company to repurchase Shares up to 10% of the total number of Shares in issue (excluding any treasury shares) as at the date of passing the Ordinary Resolution no. 6(B) in the AGM Notice.

The following is an explanatory statement as required to be sent to the Shareholders under the Share Repurchase Rules to provide requisite information to you for your consideration of the Ordinary Resolution no. 6(B) in the AGM Notice in respect of the Repurchase Mandate.

Explanatory Statement

(a) Share Capital

As at the Latest Practicable Date, the issued share capital of the Company comprised 3,959,954,940 Shares.

Subject to the passing of the Ordinary Resolution no. 6(B) in the AGM Notice and on the basis that no further Shares are issued or repurchased prior to the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 395,995,494 Shares during the period from the passing of the Ordinary Resolution no. 6(B) in the AGM Notice until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable laws of Bermuda to be held;
or
- (iii) the date on which the authority set out in such Ordinary Resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting of the Company.

LETTER FROM THE CHAIRMAN

As at the Latest Practicable Date, the Company had no Shares repurchases and did not hold any treasury shares. If the power to repurchase Shares is exercised pursuant to the Repurchase Mandate, the Company will cancel the repurchased Shares following settlement of such repurchase.

(b) Reasons for the Repurchase

The Directors believe that the Repurchase Mandate is in the best interest of the Company and its Shareholders. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets of the Company and/or its earnings per Share and will only be made when the Directors believe that a repurchase will benefit the Company and its Shareholders.

(c) Funding of Repurchase

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its Memorandum of Association and Bye-laws and the applicable laws and regulations of Bermuda. Bermuda laws provide that the amount of capital repaid in connection with a share repurchase may only be paid out of either (i) the capital paid up on the relevant shares; (ii) the funds of the Company otherwise available for dividend or distribution; or (iii) the proceeds of a fresh issue of shares made for the purpose. The amount of premium payable on repurchase may only be paid out of either the funds of the Company that would otherwise be available for dividend or distribution or out of the share premium of the Company.

There might be a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited accounts of the Company as contained in the Company's annual report for the year ended 31 December 2025 in the event that the power to repurchase Shares pursuant to the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors would not propose to exercise the power to repurchase Shares pursuant to the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

LETTER FROM THE CHAIRMAN

(d) Share Price

The highest and lowest prices at which the Shares were traded on the Stock Exchange during each of the previous twelve months before the Latest Practicable Date were as follows:

	Highest	Lowest
	<i>HK\$</i>	<i>HK\$</i>
April 2025	4.70	3.71
May 2025	4.76	4.00
June 2025	5.32	4.55
July 2025	6.55	5.21
August 2025	5.80	5.30
September 2025	5.73	5.44
October 2025	5.94	5.46
November 2025	6.01	5.58
December 2025	6.00	5.54
January 2026	6.24	5.55
February 2026	6.49	5.88
March 2026	6.56	5.08
1 April 2026 to the Latest Practicable Date	5.41	5.04

(e) Directors' Statements

The Directors will exercise the Repurchase Mandate in accordance with the Listing Rules, the applicable laws and regulations of Bermuda and the Memorandum of Association and the By-laws of the Company.

The Directors confirmed that neither the explanatory statement as set out on pages 5 to 8 of this letter from the Chairman nor the Repurchase Mandate has unusual features.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company or its subsidiaries under the Repurchase Mandate if the Repurchase Mandate is approved by the Shareholders.

No core connected person of the Company (as defined in the Listing Rules) has notified the Company that he/she has a present intention to sell Shares to the Company or its subsidiaries, or has undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

LETTER FROM THE CHAIRMAN

(f) Takeovers Code

If on the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert could obtain or consolidate control of the Company or become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, China COSCO (Hong Kong) Limited together with its associates are beneficially interested in 2,862,021,844 Shares representing approximately 72.27% of the total number of issued Shares of the Company. In the event that the Directors exercise in full the power to repurchase Shares pursuant to the Repurchase Mandate, then (if the present shareholdings remain the same), the shareholdings of China COSCO (Hong Kong) Limited together with its associates will be increased to approximately 80.30% of the total number of issued Shares of the Company and such increase would not give rise to an obligation to make a general offer for Shares under Rule 26 of the Takeovers Code.

The Directors are not aware of any consequences which would arise under the Takeovers Code as a result of any repurchases made under the Repurchase Mandate and have no present intention to exercise the power to repurchase Shares pursuant to the Repurchase Mandate to such an extent that an obligation to make a mandatory offer under the Takeovers Code may arise.

In the event that the Repurchase Mandate is exercised in full, the number of Shares held by the public would fall below 25%. The Directors have no present intention to repurchase Shares to the extent that it will result in the total number of Shares held by the public being reduced to less than 25% of the total number of Shares in issue if the Repurchase Mandate is approved at the AGM.

(g) Share Repurchase made by the Company

The Company and its subsidiaries had not repurchased any Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

LETTER FROM THE CHAIRMAN

4. INCREASE IN AUTHORISED SHARE CAPITAL

As at the Latest Practicable Date, the authorised share capital of the Company is HK\$400,000,000 divided into 4,000,000,000 Shares of HK\$0.1 each of which 3,959,954,940 Shares have been issued and fully paid or credited as fully paid, representing approximately 99% of the authorised share capital of the Company. The Directors propose to increase the authorised share capital of the Company from HK\$400,000,000 divided into 4,000,000,000 Shares to HK\$500,000,000 divided into 5,000,000,000 Shares by the creation of an additional 1,000,000,000 unissued Shares. The new Shares shall, upon issue and when credited as fully paid up, rank pari passu with the Shares then in issue. The increase in the authorised share capital will provide a sufficient capital structure for possible new issues under the Issue Mandate.

Save for the possible new issues under the Issue Mandate and the issuance of scrip dividend to Shareholders electing to receive new fully paid Shares in lieu of cash for the second interim dividend for the year ended 31 December 2025 declared by the Board on 18 March 2026, the Directors have no current intention of issuing any part of the enlarged authorised share capital of the Company upon the approval of the increase in the authorised share capital at the AGM.

Ordinary Resolution no. 5 in the AGM Notice will be proposed at the AGM to approve the above increase of authorised share capital.

5. RE-ELECTION OF RETIRING DIRECTORS

The Board currently consists of nine Directors, namely Mr. ZHU Tao (Chairman), Ms. WU Yu (Managing Director), Mr. MA Xianghui, Mr. CHEN Shuai, Mr. Adrian David LI Man Kiu, Mr. LAM Yiu Kin, Prof. CHAN Ka Lok, Mr. YANG Liang Yee Philip and Prof. TAM Kam Lan, Annie.

Pursuant to the Bye-laws, Mr. ZHU Tao (“Mr. ZHU”), executive Director, and Mr. Adrian David LI Man Kiu (“Mr. LI”) and Prof. TAM Kam Lan, Annie (“Prof. TAM”), independent non-executive Directors, shall retire from office at the AGM. Except Mr. LI who does not offer himself for re-election, all other retiring Directors, namely, Mr. ZHU and Prof. TAM (collectively, the “Retiring Directors”) being eligible, will offer themselves for re-election at the AGM. Details of the Retiring Directors proposed for re-election are set out in the Appendix to this circular.

In accordance with the nomination policy of the Company, the nomination committee of the Company (the “Nomination Committee”) has considered various qualification aspects of the Retiring Directors subject to re-election, including their knowledge, experience, capability and diversity, and their contribution to the Board as required by the board diversity policy of the Company, and reviewed the independence of each independent non-executive Directors. The Nomination Committee has formed the view that they will be able to continue to contribute to the Board with their perspectives, skills and experience.

LETTER FROM THE CHAIRMAN

In addition, Prof. TAM, independent non-executive Director, has made annual confirmation to the Company on her independence pursuant to Rule 3.13 of the Listing Rules. Taking into consideration the above factors, the Board has formed the view that Prof. TAM meets the requirements as set forth in the independence guidelines under the Listing Rules. Having accepted the nomination by the Nomination Committee, the Board also recommends Mr. ZHU and Prof. TAM, the Retiring Directors, to stand for re-election by separate resolution to be approved by the Shareholders at the AGM.

The Board would like to thank Mr. LI for his outstanding contributions to the Company during his service.

6. ANNUAL GENERAL MEETING

Pages 16 to 21 of this circular set out the AGM Notice, which contains ordinary resolutions to be proposed to the Shareholders in respect of the ordinary business of the Company to be considered at the AGM (being the adoption of the audited financial statements and the directors' and independent auditor's reports of the Company for the year ended 31 December 2025, the re-election of Retiring Directors and the fixing of the remuneration of Directors and the re-appointment of auditor as well as fixing the remuneration of the auditor) and the special business of the Company to be considered at the AGM (being the proposed increase in authorised share capital, grant of the Issue Mandate, the Repurchase Mandate and the extension of the Issue Mandate).

For determining the entitlement to attend, speak and vote at the AGM, the register of members of the Company will be closed from Tuesday, 19 May 2026 to Friday, 22 May 2026, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend, speak and vote at the AGM, all completed transfer documents, accompanied by relevant share certificates, must be lodged with the Company's Branch Registrar and Transfer Office in Hong Kong, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Monday, 18 May 2026.

7. ACTION TO BE TAKEN

A proxy form for use at the AGM is enclosed with this circular. Whether or not you are able to attend the AGM, please complete the proxy form and return it to the Company's Branch Registrar and Transfer Office in Hong Kong, 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 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjourned meeting if you so wish.

LETTER FROM THE CHAIRMAN

8. VOTING BY WAY OF POLL

Pursuant to Bye-law 66 of the Bye-laws, a resolution put to the vote of a general meeting shall be decided by way of a poll save that the chairman of the meeting, in good faith, may allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules will be announced after the AGM.

9. RECOMMENDATION

The Board believes that the re-election of the Retiring Directors, the increase in authorised share capital, the granting of Issue Mandate, the Repurchase Mandates and the extension of the Issue Mandate as set out in the AGM Notice are all in the best interest of the Company and its Shareholders. Accordingly, the Directors recommend that all Shareholders should vote in favour of the relevant resolutions as set out in the AGM Notice.

10. GENERAL

Should there be any discrepancies between the Chinese and English versions of this circular, the English version shall prevail.

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

The following are the particulars of the Directors to retire, and proposed to be re-elected at the AGM:

- (1) **Mr. ZHU Tao**, aged 53, has been an Executive Director and the Chairman of the Board. He served as an Executive Director, the Chairman of the Board and the Managing Director of the Company between June 2024 and April 2025, and served as an Executive Director and the Managing Director of the Company between June 2022 and June 2024. He is the Chairman of the Executive Committee and the Investment and Strategic Planning Committee, and a member of the Environmental, Social and Governance Committee of the Company. He is also an executive director, the deputy general manager and a member of the risk control committee of COSCO SHIPPING Holdings Co., Ltd. (listed in Hong Kong and Shanghai). Mr. ZHU served as a business deputy manager and business manager of the Dispatching Division of the Liner Department of COSCO Container Lines Co., Ltd. (“COSCO Container Lines”) (now known as COSCO SHIPPING Lines Co., Ltd. (“COSCO SHIPPING Lines”)), deputy head of the Business Division of the Coastal Transportation Department of COSCO Container Lines, manager of the East and South China Operating Department of Sino-Japan Trade Division of COSCO Container Lines, deputy general manager and chairman of the Labour Union of Shanghai PANASIA Shipping Company Limited (“Shanghai PANASIA”), deputy general manager of Americas Trading Division of COSCO Container Lines, general manager of COSCO Container Lines (Netherlands) B.V., supervisor of the General Manager’s Office of COSCO Container Lines, general manager and deputy party secretary of Shanghai PANASIA, deputy general manager and member of the Party Committee of COSCO SHIPPING Lines, and non-executive director of Qingdao Port International Co., Ltd. (listed in Hong Kong and Shanghai), etc. Mr. ZHU graduated from Shanghai Jiao Tong University with a Master’s Degree in Business Administration. He is an economist.

Save as disclosed above, at the Latest Practicable Date, Mr. ZHU did not hold any directorships in any other listed public companies during the past three years. Mr. ZHU 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.

Pursuant to the service agreement entered into between the Company and Mr. ZHU, Mr. ZHU was appointed as an Executive Director and the Chairman of the Board for a term of three years commencing on 26 June 2024. The service agreement is subject to termination by either party giving not less than three months' notice in writing to the other party pursuant to the terms of the agreement. The term of appointment of Mr. ZHU is subject to retirement by rotation and re-election in accordance with the Bye-laws. According to the service agreement, the remuneration of Mr. ZHU comprises a basic annual salary of HK\$2,570,000 and he is entitled to performance-based remuneration and target achievement incentives based on his performance results assessment. Mr. ZHU received HK\$3,570,797 for the year ended 31 December 2025. The remuneration of Mr. ZHU has been recommended by the Remuneration Committee of the Company and determined by the Board by reference to the importance of his management position in the Company, his level of responsibilities and the remuneration policy of the Company.

As at the Latest Practicable Date, Mr. ZHU beneficially owned 8,000 Shares within the meaning of Part XV of the SFO.

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

- (2) **Prof. TAM Kam Lan, Annie**, aged 68, has been an Independent Non-executive Director of the Company since July 2025. She is the Chairwoman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee of the Company. Prof. TAM currently serves as an Honorary Professor in the Faculty of Social Science of The Chinese University of Hong Kong, an Honorary Senior Research Fellow of the Hong Kong Institute of Asia-Pacific Studies of The Chinese University of Hong Kong and an Adjunct Professor in the Department of Social Work and Social Administration of The University of Hong Kong. She is also an advisor of the Executive Master of Public Administration Programme for the Project of Hong Kong Public Administrative Talents of Tsinghua University. Prof. TAM is the Chairperson of the Executive Committee of the New Life Psychiatric Rehabilitation Association, an Executive Committee Member of the Hong Kong Housing Society, the Director and Honorary Secretary and the Chairperson of Programme and Fund Raising Committee of The Dragon Foundation, the Vice-Chairman of the Board of Directors of Good Shepherd Residential Services Limited, a Management Council Member and Advisory Council Member of the Hong Kong Breast Cancer Foundation, an Advisor of the Active School Advisors Committee of the Hong Kong Elite Athletes Association, a Council Member of the Executive Committee of the Hong Kong Association of Youth and Development, a Social Work Committee Member of Caritas Hong Kong, an Executive Committee Member of Youth Outreach, the Vice-Chairperson of Connecting Hearts, the President of the Connecting Hearts Academy, the President of the Hong Kong Social Workers Association, the Appointed Member of the Social Workers Registration Board, the School Management Committee Member of The Chinese Foundation Secondary School, an Advisory Committee Member of the Jockey Club Design Institute for Social Innovation of The Hong Kong Polytechnic University, a Member and Chairman of the Board of Governors of Nina Wang Charity Management Limited, an Honorary Advisor of YOU AND ME Foundation and Hong Kong College of Technology (HKCT) Professional Education & Training Committee Member of HKCT and HKCT Institute of Higher Education. Prof. TAM was the Former Permanent Secretary for Labour and Welfare of the Government of Hong Kong Special Administrative Region (“HKSAR Government”) for the period from 2012 to 2017 and the Former Director of Lands of the HKSAR Government for the period from 2007 to 2012. She held a total of 13 other postings in different bureau and departments of the HKSAR Government for the period from 1980 to 2007. Prof. TAM graduated from The Chinese University of Hong Kong with a Bachelor’s Degree in Social Sciences (First Class Honours) and attended the University of Oxford Postgraduate Programme in Administrative Development for Hong Kong. She is a Registered Social Worker.

Save as disclosed above, at the Latest Practicable Date, Prof. TAM had not held any directorships in any listed public companies during the past three years, nor did she hold any other positions with the Group or had any other relationships with any of the other Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Pursuant to the letter of appointment entered into between the Company and Prof. TAM, Prof. TAM was appointed as an Independent Non-executive Director for an initial term from 1 July 2025 to the conclusion of the AGM, and the term of appointment of Prof. TAM is subject to retirement and re-election in accordance with the Bye-laws. If Prof. TAM is re-elected at the AGM, a new letter of appointment will be entered into by the Company with her upon which she will be appointed for a term of approximately three years from the date of the AGM to the conclusion of the annual general meeting of the Company to be held in 2029 and subject to retirement by rotation and re-election in accordance with the Bye-laws. According to the letter of appointment, Prof. TAM received HK\$410,000 (or a pro rata amount for the duration of her directorship for an incomplete year) for the year ended 31 December 2025. The Director's fee of Prof. TAM is recommended by the Remuneration Committee of the Company and determined by the Board with reference to her duties and responsibilities and prevailing market conditions.

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

Prof. TAM confirmed that (a) she has met the independence criteria set out in Rule 3.13(1) to (8) of the Listing Rules; (b) she has no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as such term is defined in the Listing Rules) of the Company; and (c) there is no other factors that may affect her independence at the Latest Practicable Date.

Save as disclosed above, Prof. TAM 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 the above retiring Directors.

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)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of COSCO SHIPPING Ports Limited (the “Company”) will be held at 47th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Friday, 22 May 2026 at 2:30 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “Directors”) and independent auditor of the Company for the year ended 31 December 2025.
2. (a) To re-elect Mr. ZHU Tao as Director

(b) To re-elect Prof. TAM Kam Lan, Annie as Director
3. To authorise the board of Directors (the “Board”) to fix the remuneration of the Directors for the year ending 31 December 2026.
4. To re-appoint BDO Limited as auditor of the Company and to authorise the Board to fix the remuneration of the auditor.
5. As special business, to consider and, if thought fit, pass with or without modification, the following resolution as an Ordinary Resolution of the Company:

“**THAT** the authorised share capital of the Company be and is hereby increased from HK\$400,000,000 divided into 4,000,000,000 shares of HK\$0.10 each to HK\$500,000,000 divided into 5,000,000,000 shares of HK\$0.10 each by the creation of an additional 1,000,000,000 shares of HK\$0.10 each ranking *pari-passu* in all respects with the existing shares of the Company and the directors of the Company be and are hereby authorised for and on behalf of the Company to execute all such documents, deeds, instruments and agreements and to do all such acts and things as they may, in their absolute discretion, consider necessary to effect or to be incidental to, ancillary to or in connection with such increase in the authorised share capital of the Company.”

NOTICE OF ANNUAL GENERAL MEETING

6. As special business, to consider and, if thought fit, pass with or without modification, the following resolutions as Ordinary Resolutions of the Company:

(A) **“THAT:**

- (a) subject to paragraph (c) of this Resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of HK\$0.10 each in the capital of the Company (the “Shares”) and to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require Shares to be allotted be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period (as hereinafter defined) to make and grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require Shares to be allotted after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) an issue of Shares upon the exercise of subscription rights under any option scheme or similar arrangement for the time being adopted for the grant or issue to the grantee as specified in such scheme or similar arrangement of Shares or rights to acquire the Shares; or (iii) an issue of Shares pursuant to any scrip dividends or similar arrangement providing for allotment of Shares in lieu of the whole or part of the dividend on Shares in accordance with the By-laws of the Company, shall not exceed 20% of the total number of issued Shares (excluding any treasury shares) as at the date of passing this Resolution, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be issued pursuant to the approval in paragraph (a) above as a percentage of the total number of issued Shares immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

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- (d) for the purpose of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earliest of:
- (i) the conclusion of the next annual general meeting of the Company; or
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company and the applicable laws of Bermuda to be held; or
 - (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of Shares or issue of options, warrants or other securities giving the right to subscribe for Shares, open for a period fixed by the Directors to the holders of Shares, or any class of Shares, whose name appear on the register of members of the Company (and, where appropriate, to holders of other securities of the Company entitled to the offer) on a fixed record date in proportion to their then holdings of such Shares (or, where appropriate, such other securities) as at that date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company).”

(B) **“THAT:**

- (a) subject to paragraph (b) of this Resolution, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of HK\$0.10 each in the capital of the Company (the “Shares”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) or on any other stock exchange on which the shares of the Company may be listed and recognised by The Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

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- (b) the aggregate number of Shares to be repurchased by the Company pursuant to the approval in paragraph (a) of this Resolution shall not exceed 10% of the total number of the issued Shares (excluding any treasury shares) as at the date of passing this Resolution, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be repurchased pursuant to the approval in paragraph (a) above as a percentage of the total number of issued Shares immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

- (c) for the purposes of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company; or

 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company and the applicable laws of Bermuda to be held; or

 - (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.”

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- (C) “**THAT** subject to the passing of Ordinary Resolutions nos. 6(A) and 6(B) set out in the notice convening this meeting, the general mandate granted to the directors of the Company to exercise the powers of the Company to allot, issue and deal with additional shares of HK\$0.10 each in the Company (the “Shares”) pursuant to the Ordinary Resolution no. 6(A) set out in the notice convening this meeting be and is hereby extended by the addition thereto of the number of Shares repurchased by the Company under the authority granted pursuant to the Ordinary Resolution no. 6(B) set out in the notice convening this meeting, provided that such extended number of Shares shall not exceed 10% of the total number of issued Shares (excluding any treasury shares) as at the date of passing the Ordinary Resolution no. 6(B) (such number of Shares to be subject to adjustment in the case of any consolidation or subdivision of any of the Shares into a smaller or larger number of Shares after the passing of this Resolution).”

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

Hong Kong, 29 April 2026

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. The annual general meeting will be held in the form of a physical meeting. Any member of the Company entitled to attend, speak and vote at the meeting is entitled to appoint one or more (if the relevant member holds more than one share) proxies to attend, speak 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.

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2. 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 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.
3. To be valid, the 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 Branch Registrar and Transfer Office in Hong Kong, 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.
4. Completion and return of the proxy form will not preclude a member of the Company from attending and voting in person at the meeting or any adjourned meeting thereof if the member of the Company so wish, and in such event, the proxy form will be deemed to be revoked.
5. For determining the entitlement to attend, speak and vote at the meeting, the register of members of the Company will be closed from Tuesday, 19 May 2026 to Friday, 22 May 2026, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend, speak and vote at the meeting, all completed transfer documents, accompanied by relevant share certificates, must be lodged with the Company's Branch Registrar and Transfer Office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Monday, 18 May 2026.
6. With regard to item no. 2 in this notice, details of those Retiring Directors proposed for re-election are set out in the Appendix to the Company's circular to shareholders dated 29 April 2026.
7. An explanatory statement as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in connection with the proposed repurchase mandate under Ordinary Resolution in item 6(B) in this notice is set out in the Company's circular to shareholders dated 29 April 2026.
8. All resolutions set out in this notice will be decided by poll at the meeting.
9. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning is in effect any time after 12:00 noon on the date of the meeting, the meeting will be adjourned. The Company will post an announcement on the website of the Company at <https://ports.coscoshipping.com> and on the "Latest Listed Company Information" page of the Stock Exchange's website at <https://www.hkexnews.hk> to notify shareholders of the Company of the date, time and place of the adjourned meeting.