



COSCO SHIPPING INTERNATIONAL (SINGAPORE) CO., LTD.

(Incorporated in the Republic of Singapore)

(Company Registration No.: 196100159G)

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting (“**AGM**”) of COSCO SHIPPING International (Singapore) Co., Ltd. (the “**Company**”) will be held at Level 3, Meeting Rooms 334-336, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Monday, 29 April 2024 at 2.00 p.m. to transact the following business:

ORDINARY BUSINESS:

To consider and if thought fit, to pass the following as Ordinary Resolutions, with or without modifications:

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2023 together with the Directors’ Statement and the Auditors’ Report thereon. **(Resolution 1)**
2. To approve payment of Directors’ Fees of S\$256,330 for the financial year ended 31 December 2023. (2022: S\$184,000) **(Resolution 2)**
3. To re-elect Mr Lim Lee Meng who is retiring pursuant to Article 105 of the Company’s Constitution and who, being eligible, offers himself for re-election. (See Explanatory Note 1) **(Resolution 3)**
4. To re-elect Dr Chen Seow Phun, John who is retiring pursuant to Article 105 of the Company’s Constitution and who, being eligible, offers himself for re-election. (See Explanatory Note 2) **(Resolution 4)**
5. To re-elect Mr Hoon Tai Meng who is retiring pursuant to Article 105 of the Company’s Constitution and who, being eligible, offers himself for re-election. (See Explanatory Note 3) **(Resolution 5)**
6. To re-appoint Messrs. PricewaterhouseCoopers LLP as Auditors and to authorise the directors of the Company (the “**Directors**”) to fix their remuneration. **(Resolution 6)**

SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following as Ordinary Resolutions, with or without modifications:

7. **Authority to Allot and Issue Shares** **(Resolution 7)**

That pursuant to Section 161 of the Companies Act 1967 and the Listing Rules of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), approval be and is hereby given to the Directors to:

- (a) issue shares in the capital of the Company (whether by way of bonus, rights or otherwise); and/or
- (b) make or grant offers, agreements or options that might or would require shares to be issued, including but not limited to the creation and issue (as well as adjustments to) of securities, warrants, options, debentures or other instruments convertible into shares;

at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that:

- (i) the aggregate number of shares and convertible securities that may be issued shall not be more than 50% of the issued shares in the capital of the Company (calculated in accordance with (ii) below), of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 20% of the issued shares in the capital of the Company (calculated in accordance with (ii) below);
- (ii) for the purpose of determining the aggregate number of shares and convertible securities that may be issued pursuant to (i) above, the percentage of issued share capital shall be calculated based on the issued shares in the capital of the Company at the time of the passing of this Resolution after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities; (b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution and (c) any subsequent bonus issue, consolidation or subdivision of shares; and
- (iii) unless revoked or varied by ordinary Resolution of the shareholders of the Company in general meeting, this Resolution shall remain in force until the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.

(See Explanatory Note 4)

8. Proposed Renewal of Shareholders' Mandate for Interested Person Transactions (Resolution 8)

- (i) That approval be and is hereby given for the renewal of the mandate for the purposes of Chapter 9 of the Listing Manual of the SGX-ST, for the Company, its subsidiaries and associated companies or any of them to enter into any of the transactions falling within the types of Interested Person Transactions, particulars of which are set out in the Appendix A to the Notice of AGM ("**Appendix A**") with any party who is of the class of Interested Persons described in Appendix A provided that such transactions are made on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders and in accordance with the review procedures set out in Appendix A;
- (ii) That the Audit and Risk Management Committee of the Company be and is hereby authorised to take such actions as it deems proper in respect of such procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Listing Manual of the SGX-ST which may be prescribed by SGX-ST from time to time;
- (iii) That the Directors be and are hereby authorised to complete and do all such acts and things (including all such documents as may be required) as they may consider expedient or necessary or in the interest of the Company to give effect to this Resolution; and
- (iv) That the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.

(See Explanatory Note 5)

9. **Authority to Allot and Issue Shares under the COSCO SHIPPING Group Executives Share Option Scheme 2020 (Resolution 9)**

That approval be and is hereby given to the Directors to offer and grant options in accordance with the provisions of the COSCO SHIPPING Group Executives Share Option Scheme 2020 (the “**Option Scheme**”) and allot and issue and/or transfer from time to time such number of shares in the capital of the Company as may be required to be issued and/or transferred pursuant to the exercise of options under the Option Scheme and do all such acts and things as may be necessary or expedient to carry the same into effect, provided always that the aggregate number of shares to be allotted and issued pursuant to the Option Scheme and other share-based incentive scheme(s) of the Company shall not exceed 10% of the total number of issued shares in the capital of the Company from time to time (excluding treasury shares and subsidiary holdings, if any).

(See *Explanatory Note 6*)

10. To transact any other business which may be properly transacted at an AGM.

BY ORDER OF THE BOARD

Lee Wei Hsiung
Company Secretary
Singapore, 5 April 2024

EXPLANATORY NOTES:

1. Mr Lim Lee Meng will, upon re-election as a Director of the Company, remain as the Lead Independent Director, the Chairman of the Audit and Risk Management Committee, and a member of the Nominating, Remuneration, and Strategic and Sustainable Development Committees; and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Please refer to the “Information on Director seeking Re-election” section of the Annual Report of the Company for detailed information required pursuant to Rule 720(6) of the Listing Manual.
2. Dr Chen Seow Phun, John will, upon re-election as a Director of the Company, remain as the Chairman of the Remuneration Committee, and a member of the Nominating, Audit and Risk Management, and Strategic and Sustainable Development Committees; and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Please refer to the “Information on Director seeking Re-election” section of the Annual Report of the Company for detailed information required pursuant to Rule 720(6) of the Listing Manual.
3. Mr Hoon Tai Meng will, upon re-election as a Director of the Company, remain as the Chairman of the Nominating Committee, and a member of the Audit and Risk Management, Remuneration, and Strategic and Sustainable Development Committees; and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Please refer to the “Information on Director seeking Re-election” section of the Annual Report of the Company for detailed information required pursuant to Rule 720(6) of the Listing Manual.
4. Ordinary Resolution 7 proposed above, if passed, will empower the Directors from the date of the above AGM until the next AGM to issue shares and/or convertible securities in the capital of the Company up to an amount not exceeding in aggregate 50% of the issued shares in the capital of the Company of which the total number of shares and convertible securities issued other than on a pro-rata basis to existing shareholders shall not exceed 20% of the issued shares in the capital of the Company at the time the Resolution is passed, for such purposes as they consider would be in the interests of the Company. This authority will, unless revoked or varied at a general meeting, expire at the next AGM.
5. Ordinary Resolution 8 proposed above, if passed, will renew the existing Shareholders’ Mandate to allow the Company, its subsidiaries and associated companies or any of them to enter into certain Interested Person Transactions with person who are considered “Interested Persons” (as defined in Chapter 9 of the Listing Manual of the SGX-ST).

The Company’s Audit and Risk Management Committee has confirmed that (i) the methods and procedures for determining the transaction prices under the Shareholders’ Mandate for Interested Person Transactions (described in Schedule 2 of Appendix A), have not changed since the Shareholders’ Mandate was renewed at the last AGM on 28 April 2023; and (ii) that the said methods and procedures are sufficient to ensure that the Interested Person Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders.

6. Ordinary Resolution 9 proposed above, if passed, will authorise and empower the Directors to offer and grant options in accordance with the provisions of the Option Scheme and allot and issue and/or transfer from time to time such number of shares in the capital of the Company as may be required to be issued and/or transferred pursuant to the exercise of options under the Option Scheme and do all such acts and things as may be necessary or expedient to carry the same into effect, provided always that the aggregate number of shares to be allotted and issued pursuant to the Option Scheme and other share-based incentive scheme(s) of the Company shall not exceed 10% of the total number of issued shares in the capital of the Company from time to time (excluding treasury shares and subsidiary holdings, if any). This authority is in addition to the general authority to issue shares sought under Ordinary Resolution 7.

NOTES:

General

1. The AGM is being convened, and will be held, in a wholly physical format, at Level 3, Meeting Rooms 334 - 336, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Monday, 29 April 2024 at 2.00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications the resolution set out in the Notice of AGM. There will be no option for Shareholders to participate virtually.
2. Members may participate in the AGM by:
 - (a) attending the AGM in person;
 - (b) voting at the AGM (i) themselves; or (ii) through their duly appointed proxy(ies); and/or
 - (c) submitting questions in advance of, or at, the AGM,

details as set out in the paragraphs below

3. Printed copies of this Notice of AGM and the accompanying Proxy Form will be sent to shareholders by post. These documents will be published on the Company's website at <http://coscoshipping.listedcompany.com/home.html>. and on the SGXNET website at <https://www.sgx.com/securities/company-announcements>.

Register in person to attend the AGM

4. Shareholders and (where applicable) duly appointed proxies can attend the AGM in person. To do so, they will need to register in person at the registration counter(s) outside the AGM venue on the day of the event. Every attendee is required to bring his or her NRIC or passport to enable the Company to verify his or her identity. The Company reserves the right to refuse admittance to the AGM if the attendee's identity cannot be verified accurately. Shareholders are advised not to attend the AGM if they are feeling unwell.
5. Shareholders holding shares through Relevant Intermediaries (as defined under Section 181(6) of the Companies Act) (other than CPF/SRS investors) who wish to participate in the AGM in person should approach his or her Relevant Intermediary at least seven (7) working days before the date of the AGM (i.e. by **5.00 p.m. on 17 April 2024**) to make the necessary arrangements.

Submission of Questions

6. Submission of questions in advance of the AGM: Shareholders can submit substantial and relevant questions relating to the businesses of the AGM, in advance of the AGM, to the Company, in the following manner:
 - (i) in hard copy by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or
 - (ii) by email to the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.COSCOproxy@sg.tricorglobal.com.

All substantial and relevant questions relating to the businesses of the AGM by the Shareholders must be submitted by **2.00 p.m. on 17 April 2024** (the "Cut-Off Time").

When submitting substantial and relevant questions electronically via email or by post, Shareholders must provide the Company with the following details to enable the Company to verify their status as Shareholders:

- (i) status: individual shareholder or corporate representative
- (ii) full name/full company name (as per CDP/CPF/SRS/Scrip-based records);
- (iii) NRIC/FIN/Passport No./UEN;
- (iv) email address; and
- (v) contact number (optional).

Persons who hold Shares through Relevant Intermediaries (other than CPF/SRS investors) should contact their respective Relevant Intermediaries through which they hold such Shares to submit their questions relating to the resolution to be tabled for approval at the AGM based on the abovementioned instructions.

The Company will endeavour to address all substantial and relevant questions received from Shareholders prior to the AGM, before or during the AGM. The responses to substantial and relevant questions received from Shareholders by the Cut-Off Time will be posted on SGXNet and the Company's website before **2.00 p.m. on 23 April 2024**, being at least seventy-two (72) hours prior to the closing date and time for the lodgement of the Proxy Form. The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (relating to the resolutions to be tabled for approval at the AGM) received after the Cut-Off Time which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM, during the AGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

7. **Submission of questions during the AGM:** Shareholders and their proxy(ies) attending the AGM may ask questions in person at the AGM.

Voting

8. Shareholders (including CPF/SRS investors) can vote at the AGM themselves or through duly appointed proxy(ies). A Shareholder who wishes to appoint a proxy(ies) must submit an instrument appointing a proxy(ies) (i.e. the Proxy Form) in accordance with the instructions on the Proxy Form.
9. A Shareholder who wishes to appoint a proxy(ies) to attend, speak and vote at the AGM on his or her behalf, he or she should submit the Proxy Form to the Company in the following manner:
 - (a) if the physical Proxy Form is sent personally or by post, the Proxy Form must be deposited at, or be posted to be received at, the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or
 - (b) if submitted by email, the Proxy Form must be received by the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.COSCOproxy@sg.tricorglobal.com,in either case by **2.00 p.m. on 26 April 2024**, being not less than seventy-two (72) hours before the time appointed for holding the AGM, and in default the Proxy Form shall not be treated as valid.
10. A Shareholder who wishes to submit an instrument appointing a proxy(ies) must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it electronically via email to the email address provided above.
11. CPF or SRS investors may:
 - (a) vote live at the AGM if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have questions regarding their appointment as proxies; or
 - (b) appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators no later than **5.00 p.m. on 17 April 2024** (being seven (7) working days before the date of the AGM).

Other information

12. A Shareholder of the Company entitled to attend, speak and vote at the AGM, and who is not a Relevant Intermediary (as defined under Section 181(6) of the Companies Act), is entitled to appoint one (1) proxy or two (2) proxies to attend, speak and vote in his or her place.
13. A Shareholder who is a Relevant Intermediary entitled to attend, speak and vote at the AGM is entitled to appoint more than two (2) proxies to attend, speak and vote instead of the Shareholder, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder appoints more than one (1) proxy, it should annex to the Proxy Form the list of proxies, setting out, in respect of each proxy, the name, address, email address, NRIC/Passport Number and proportion of shareholding (number of Shares and percentage) in relation to which each proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank/SRS Operator who intends to appoint CPF/SRS investors as its proxies shall comply with this note to the Notice of AGM. The appointments shall be invalid unless the Shareholder specifies the number of Shares in relation to which each proxy has been appointed in the Proxy Form.
14. The completion and return of a Proxy Form by a Shareholder does not preclude him or her from attending, speaking and voting in person at the AGM should he or she subsequently decide to do so, although the appointment of the proxy(ies) shall be deemed to be revoked by such attendance.
15. A Depositor shall not be regarded as a Shareholder of the Company and shall not be entitled to attend the AGM and to speak and vote thereat unless his or her name appears on the Depository Register as certified by CDP as at seventy-two (72) hours before the time appointed for holding the AGM (i.e. **2.00 p.m. on 26 April 2024**).
16. A proxy need not be a Shareholder of the Company. The Chairman of the AGM, as proxy, need not be a Shareholder of the Company.
17. A corporation which is a Shareholder of the Company may authorise by resolutions of its directors or other governing body, such person as it thinks fit to act as its representative at the AGM.
18. The instrument appointing a proxy(ies) must be signed by the appointor or his or her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it shall be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument appointing a proxy(ies) is signed on behalf of the Shareholder or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument appointing a proxy(ies), failing which the instrument appointing a proxy(ies) may be treated as invalid.
19. The Company will, within one (1) month after the date of the AGM, publish the minutes of the AGM on SGXNet and the Company's corporate website, and the minutes will include the responses to substantial and relevant questions received from Shareholders which are addressed during the AGM.

20. The Company's Annual Report 2023 and the Appendix A to Shareholders (in relation to proposed renewal of shareholders' mandate for Interested Person Transactions) may be assessed at the Company's website at <http://coscoshipping.listedcompany.com/home.html>. These documents will also be made available and on the SGX website at <https://www.sgx.com/securities/company-announcements>. Shareholders may request for printed copies of these documents by completing and submitting the request form sent to them by post together with printed copies of this Notice of AGM and the accompanying proxy form.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative to attend, speak and vote at the AGM and/or any adjournment thereof, a Shareholder of the Company:

- (a) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
- (b) warrants that where the Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
- (c) agrees that the Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder's breach of warranty.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared for the AGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the AGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.