



中远海运国际（新加坡）有限公司
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 331-332, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Monday, 28 April 2025 at 2.00 p.m. to transact the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors’ Statement and the Auditors’ Report thereon. **(Resolution 1)**
2. To approve payment of Directors’ Fees of S\$245,000 for the financial year ended 31 December 2024. (2023: S\$256,330) **(Resolution 2)**
3. To re-elect Mr Wang Shan He, who is retiring as a Director pursuant to Article 105 of the Company’s Constitution, and being eligible, offers himself for re-election.
(See *Explanatory Note 1*) **(Resolution 3)**
4. To re-elect Mr Guo Hua Wei, who is retiring as a Director pursuant to Article 101 of the Company’s Constitution, and being eligible, offers himself for re-election.
(See *Explanatory Note 2*) **(Resolution 4)**
5. To appoint KPMG LLP as Auditors of the Company in place of the retiring Auditors, PricewaterhouseCoopers LLP, and to authorise the Directors to fix their remuneration.
(See *Explanatory Note 3*) **(Resolution 5)**

AS SPECIAL BUSINESS

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

6. **Authority to Allot and Issue Shares** **(Resolution 6)**

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

(A) (i) issue shares in the capital of the Company whether by way of bonus, rights or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, 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;

- (B) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this resolution was in force,

provided always that:

- (a) the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) of the Company (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of shares to be issued other than on a pro rata basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) of the Company (as calculated in accordance with sub-paragraph (b) below);
- (b) (subject to such manner of calculation and adjustments as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (a) above, the percentage of issued shares (excluding treasury shares and subsidiary holdings, if any) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) of the Company at the time this resolution is passed, after adjusting for:
 - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this resolution is passed; and
 - (ii) any subsequent bonus issue, consolidation or subdivision of shares,
- (c) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (d) unless revoked or varied by the Company in general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.”

(See Explanatory Note 4)

7. **Proposed Renewal of Shareholders' Mandate for Interested Person Transactions** (Resolution 7)

"That:

- (i) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of the SGX-ST ("**Chapter 9**"), for the Company, its subsidiaries and associated companies that are considered to be "entities at risk" under Chapter 9, 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 to Shareholders ("**Appendix**") with any party who is of the classes of interested persons described in the Appendix, provided that such transactions are made in the ordinary course of business and on normal commercial terms, will not be prejudicial to the interests of the Company and its minority shareholders and in accordance with the review procedures for interested person transactions as set out in the Appendix;
- (ii) 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 which may be prescribed by SGX-ST from time to time;
- (iii) the Directors be and are hereby authorised to complete and do all such acts and things (including, without limitation, executing 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) 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*)

8. **Authority to Allot and Issue Shares under the COSCO SHIPPING Group Executives Share Option Scheme 2020** (Resolution 8)

"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*)

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

BY ORDER OF THE BOARD

Lee Wei Hsiung
Company Secretary
Singapore, 4 April 2025

EXPLANATORY NOTES:

1. Mr Wang Shan He will, upon re-election as a Director of the Company, remain as the Executive Chairman and President, Chairman of the Strategic and Sustainable Development Committee and a member of the Nominating Committee. 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. Mr Guo Hua Wei will, upon re-election as a Director of the Company, remain as a member of the Strategic and Sustainable Development Committee. 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. The Ordinary Resolution 5 above is to approve the appointment of KPMG LLP as the Auditors of the Company in place of PricewaterhouseCoopers LLP for the financial year ending 31 December 2025 and to authorise the Directors to fix their remuneration.

PricewaterhouseCoopers LLP was appointed as the Auditors of the Company in 1993. On 18 February 2025, PricewaterhouseCoopers LLP formally notified the Company that they would not be seeking re-appointment upon their retirement at the Company's forthcoming AGM to be held on 28 April 2025. Furthermore, as part of the ongoing efforts of the Company to enhance its corporate governance, the Board is of the view that it would be appropriate and timely to effect a change of Auditors of the Company. Following a review and evaluation of various audit firms which have experience in auditing publicly listed companies in Singapore, the Board, in consultation with the Audit and Risk Management Committee, and taking into consideration the requirements of Rule 712 and Rule 715 of the Listing Manual, has determined that KPMG LLP is best suited to meet the existing needs and audit requirement of the Group. KPMG LLP has on 11 March 2025 given its written consent to act as Auditors of the Company, subject to approval from shareholders being obtained at the upcoming AGM. Accordingly, the appointment of KPMG LLP will only be effective upon the approval of the shareholders at the upcoming AGM. Please refer to the Appendix to Shareholders dated 4 April 2025 for more details, including information pursuant to Rule 1203(5) of the Listing Manual of the SGX-ST.

4. The Ordinary Resolution 6 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. The Ordinary Resolution 7 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 the Appendix to Shareholders), have not changed since the Shareholders' Mandate was renewed at the last AGM on 29 April 2024; 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. The Ordinary Resolution 8 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 the Ordinary Resolution 6.

NOTES:

1. The AGM will be held, in a wholly physical format, at the venue, date and time stated above. Members, including CPF and SRS investors, and (where applicable) duly appointed proxies or representatives will be able to ask questions and vote at the AGM by attending the AGM in person. There will be no option for the members to participate virtually.
2. Printed copies of this Notice and the accompanying proxy form will be sent by post to the members. These documents will also be published on the SGX website at <https://www.sgx.com/securities/company-announcements> and on the Company's website at <http://coscoshipping.listedcompany.com/home.html>.
3. (a) A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
(b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies.

“**Relevant intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

4. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.
5. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - (a) if submitted personally or by post, be lodged with the Company’s Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or
 - (b) if submitted electronically, be submitted via email to the Company’s Share Registrar at Cosco-proxy@vistra.com.in either case, by **2.00 p.m. on 25 April 2025** (being 72 hours before the time appointed for the AGM).
6. CPF and SRS investors:
 - (a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operations if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 15 April 2025**.
7. The instrument of proxy must be signed by the appointor or his attorney duly authorised in writing. In the case of joint shareholders, all holders must sign the instrument of proxy.
8. Members, including CPF and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval for the AGM in advance of the AGM:
 - (a) by post to the Company’s Share Registrar, Tricor Barbinder Share Registration Services, at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or
 - (b) by email to Cosco-proxy@vistra.com.

When submitting questions by post or by email, members should provide the following details; (a) the member’s full name; and (b) his/her/its identification/registration number, (c) contact for verification purposes; and (d) the manner in which the member holds shares in the Company (e.g. via CDP, CPF, SRS and/or scrip), for verification purposes.

All questions submitted in advance must be received by **2.00 p.m. on 15 April 2025**.

9. The Company will address all substantial and relevant questions received from members by publishing its responses to such questions on the Company’s website and the SGX website either by 22 April 2025, being at least 48 hours prior to the closing date and time for the lodgement of instruments appointing a proxy(ies), or at the AGM. Should there be subsequent clarification sought or follow-up comments and queries received after the deadline for the submission of questions on 15 April 2025, the Company will address those substantial and relevant comments and queries prior to the AGM either through publication on the Company’s corporate website and the SGX website, or at the AGM.
10. Members, including CPF and SRS investors, and (where applicable) duly appointed proxies or representatives can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself.
11. The Annual Report 2024, Notice of AGM, Proxy Form, Request Form and the Appendix to Shareholders dated 4 April 2025 (in relation to the proposed change of auditors and the proposed renewal of shareholders’ mandate for Interested Person Transactions) may be assessed at the Company’s corporate website at <http://coscoshipping.listedcompany.com/home.html>. These documents will also be made available on the SGX website at <https://www.sgx.com/securities/company-announcements>. Members 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(s) to attend, speak and vote at the AGM of the Company and/or any adjournment thereof and/or submitting any question to the Company in advance of the AGM in accordance with this Notice, a member of the Company (i) consents to the collection, use and disclosure of the member’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 of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM of the Company (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 and (collectively, the “**Purposes**”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member 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 (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.