中遠海運發展股份有限公司

COSCO SHIPPING Development Co., Ltd.*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 02866)

FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON MONDAY, 3 JUNE 2019

No. of H Shares to which this form of proxy relates[1]	

I/We[2] ______________________________

of ______________________________

being shareholder(s) of COSCO SHIPPING Development Co., Ltd. (the "**Company**") hereby appoint[3] the Chairman of the AGM (as defined below)

or ______________________________

of ______________________________

as my/our proxy to attend, act and vote for me/us and on my/our behalf at the annual general meeting of the Company (the "**AGM**") to be held at 1:30 p.m. on Monday, 3 June 2019 (or at any adjournment thereof) at Level 3, Ocean Hotel Shanghai, 1171 Dong Da Ming Road, Hong Kou District, Shanghai, the People's Republic of China as hereunder indicated in respect of the resolutions set out in the notice of the AGM dated 18 April 2019 (the "**Notice**"), and, if no such indication is given, as my/our proxy thinks fit.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Notice.

	ORDINARY RESOLUTIONS#	**For[4]**	**Against[4]**	**Abstain[4]**
1.	To consider and approve the report of the Board for the year ended 31 December 2018.			
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2018.			
3.	To consider and approve the work report of the independent non-executive Directors for the year ended 31 December 2018.			
4.	To consider and approve the audited financial statements and the auditors' report of the Group for the year ended 31 December 2018.			
5.	To consider and approve the annual report of the Company for the year ended 31 December 2018.			
6.	To consider and approve the proposed profit distribution plan of the Company and the proposed payment of a final dividend of RMB0.033 per share of the Company (inclusive of applicable tax) for the year ended 31 December 2018.			
7.	To consider and determine the remuneration of the Directors and the supervisors of the Company for the year 2019.			
8.	(a) To re-appoint ShineWing Certified Public Accountants as the Company's domestic auditor for the year of 2019, and to authorise the audit committee of the Board to determine its remuneration.			
	(b) To re-appoint ShineWing Certified Public Accountants as the Company's internal control auditor for the year of 2019, and to authorise the audit committee of the Board to determine its remuneration.			
	(c) To re-appoint Ernst & Young, Hong Kong Certified Public Accountants as the international auditor of the Company for the year of 2019, and to authorise the audit committee of the Board to determine its remuneration.			
	SPECIAL RESOLUTIONS#	**For[4]**	**Against[4]**	**Abstain[4]**
9.	To consider and approve the further extension of the validity period of the Shareholders' Resolutions for a period of 12 months, commencing from 5 June 2019.			
10.	To consider and approve the further extension of the validity period of the Authorisation for a period of 12 months, commencing from 5 June 2019.			

Date: ______________________ Signature(s)[5]: ______________________

Notes:

1. Please insert the number of H Shares to which this form of proxy relates, which must not exceed the number of H Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the H Shares in the capital of the Company registered in your name(s) (whether alone or jointly with others).
2. Please insert the full name(s) (in Chinese or in English, as shown in the Register of Members) and registered address(es) in **BLOCK LETTERS**.
3. If any proxy other than the Chairman of the AGM is preferred, please delete the words "the Chairman of the AGM (as defined below) or" and insert the name and address of the proxy desired in the space provided. A Shareholder may appoint one or more proxies to attend and vote in his stead at the AGM. The proxy need not be a Shareholder of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON(S) WHO SIGN(S) IT**.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE INDICATE WITH A "√" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE INDICATE WITH A "√" IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE INDICATE WITH A "√" IN THE BOX MARKED "ABSTAIN"**. The shares abstained will be counted in the calculation of the required majority. Any vote which is not filled or filled wrongly or with unrecognisable writing or not cast will be counted as "Abstained". If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a legal person, must either be executed under its common seal or under the hand of a legal representative or other attorney duly authorised to sign the same. If this form of proxy is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarially certified.
6. If a proxy attends the AGM on behalf of you, he/she should produce his/her identity card and the form of proxy signed by you or your legal representative or your duly authorised attorney, and specify the date of its issuance. If you are a legal person and appoint your corporate representative to attend the AGM, such representative should produce his/her identity card and the notarised copy of the resolution passed by the board of directors or other authorities, or other notarised copy of the licence issued by such legal person. Completion and return of this form of proxy will not preclude you from attending in person and voting at the AGM or any adjournment thereof should you so wish.
7. Where there are joint registered holders of any share, only the person whose name stands first on the Register of Members in respect of such share may vote at the AGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto.
8. To be valid, for H Shareholders, this form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of power of attorney or other authority, must be delivered to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the AGM or any adjournment thereof in order for such documents to be valid.

\# *The full text of the resolutions is set out in the Notice.*

* *The Company is a registered non-Hong Kong company as defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and it is registered under its Chinese name and under the English name "COSCO SHIPPING Development Co., Ltd.".*