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**中國遠洋控股股份有限公司**  
**China COSCO Holdings Company Limited\***

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

**(Stock code: 1919)**

**OVERSEAS REGULATORY ANNOUNCEMENT**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Announcement on “Progress of Material Asset Reorganization” as published in Chinese on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) on 23 November 2015 is enclosed hereto as overseas regulatory announcement.

By Order of the Board  
**China COSCO Holdings Company Limited**  
**Guo Huawei**  
*Company Secretary*

Beijing, the People's Republic of China  
23 November 2015

*As at the date of this announcement, the directors of the Company are Mr. MA Zehua<sup>2</sup> (Chairman), Mr. LI Yunpeng<sup>1</sup> (Vice Chairman), Ms. SUN Yueying<sup>2</sup>, Mr. SUN Jiakang<sup>1</sup>, Mr. YE Weilong<sup>1</sup>, Mr. WANG Yuhang<sup>2</sup>, Mr. WAN Min<sup>2</sup>, Mr. JIANG Lijun<sup>1</sup> (President), Dr. FAN HSU Lai Tai, Rita<sup>3</sup>, Mr. KWONG Che Keung, Gordon<sup>3</sup>, Mr. Peter Guy BOWIE<sup>3</sup> and Mr. YANG, Liang Yee Philip<sup>3</sup>.*

<sup>1</sup> *Executive director*

<sup>2</sup> *Non-executive director*

<sup>3</sup> *Independent non-executive director*

*\* For identification purpose only*

## **China COSCO Holdings Company Limited Announcement on the Progress of Material Asset Reorganization**

**The board of directors and all directors of the Company warrant that this announcement does not contain any misrepresentations, misleading statements or material omissions, and jointly and severally take responsibility as to the truthfulness, accuracy and completeness of the content of this announcement.**

Due to the material matters contemplated by China Ocean Shipping (Group) Company (中國遠洋運輸(集團)總公司), the controlling shareholder of China COSCO Holdings Company Limited (the “Company”), an application was made by the Company to suspend trading in the shares of the Company from 10 August 2015. On 9 November 2015, the Company published “China COSCO Holdings Company Limited Announcement on Trading Suspension for Material Asset Reorganization (Lin 2015-054)”, and trading in the shares and derivatives of the Company shall continue to be suspended from 10 November 2015. It is expected that the period for trading suspension will not exceed two months from 10 November 2015.

After analysis and negotiation with the parties concerned, the controlling shareholder is planning the assets consolidation of related business segment of associated companies, which involves the Company’s material asset reorganization. So far, the relevant matters are under research and analysis as well as constant communication with regulatory authorities.

In accordance with the Administrative Measures for the Material Asset Restructuring of Listed Companies (《上市公司重大資產重組管理辦法》) and other relevant provisions, the Company will continue researching and analysing the relevant matters and organize relevant intermediaries to carry out audit, valuation, legal and financial advisory work. During the suspension period, the Company will, according to the progress of the material asset reorganization, fulfill its disclosure obligations in a timely manner by publishing the progress of related matters every five trading days. Upon completion of the relevant work, a board meeting will be convened for the purpose of considering the material asset reorganization proposal, and an announcement will be made and trading will be resumed in a timely manner.

The designated media for information disclosure of the Company are China Securities Journal, Securities Times, Securities Daily, Shanghai Securities News, and the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)). Investors should refer to the above for all information about the Company. Investors are advised to pay close attention to the announcements made by the Company, invest rationally and be cautious of the risks involved.

China COSCO Holdings Company Limited  
23 November 2015