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**NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2021  
TO BE CONVENED ON WEDNESDAY, 22 DECEMBER 2021  
AND CLOSURE OF REGISTERS OF MEMBERS**

**NOTICE IS HEREBY GIVEN** that the second extraordinary general meeting of 2021 (the “EGM”) of CSSC Offshore & Marine Engineering (Group) Company Limited (the “Company”) will be held at Conference Room, 15/F, Marine Tower, 137 Gexin Road, Haizhu District, Guangzhou, the People’s Republic of China (the “PRC”) at 10:30 a.m. on Wednesday, 22 December 2021, at which the following matters will be proposed for consideration:

**SPECIAL RESOLUTIONS**

1. To consider and approve the resolution in relation to the amendments to the Articles of Association (Note 1)
2. To consider and approve the resolution in relation to the amendments to the Rules of Procedure for Shareholders Meetings (Note 1)
3. To consider and approve the resolution in relation to the amendments to the Rules of Procedure for Board Meetings (Note 1)

**ORDINARY RESOLUTION ADOPTING CUMULATIVE VOTING**

- 4.00 To consider and approve the resolution in relation to the election of directors of the Company (a resolution adopting cumulative voting)
- 4.01 To consider and approve the resolution in relation to the election of Mr. Ren Kaijiang as a non-executive director of the Company (Note 1)

In order to determine the shareholders of overseas listed foreign shares (“H Shares”) entitled to attend the EGM, the register of members of Shares of the Company will be closed from 23 November 2021 to 22 December 2021 (both days inclusive). Holders of H Shares who have lodged the duly completed transfer documents accompanied by the relevant share certificates with the Company’s H share registrar,

Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong by 4:30 p.m. on 22 November 2021, the transferee but not the transferor shall be regarded as holder of the relevant H Shares and will be entitled to attend and vote at the EGM. Holders of H shares whose names are recorded in the register of member of the Company on 22 December 2021 are entitled to attend the EGM.

By order of the Board  
**CSSC Offshore & Marine Engineering (Group) Company Limited**  
**Li Zhidong**  
*Company Secretary*

Guangzhou, 5 November 2021

*As at the date of this notice, the Board of the Company comprises ten Directors, namely executive Directors Mr. Han Guangde, Mr. Chen Liping, and Mr. Xiang Huiming, non-executive Director Mr. Chen Zhongqian, Mr. Chen Ji, Mr. Gu Yuan and independent non-executive Directors Mr. Yu Shiyou, Mr. Lin Bin, Mr. Nie Wei and Mr. Li Zhijian.*

*Notes:*

1. For details of the related resolutions, please refer to the announcement of the Company dated 5 November 2021 and a circular to be published by the Company.
2. Shareholders who intend to attend the EGM are requested to send a written reply, whether in person, by post, by cable or by fax to the Company (contact address: 15th Floor, Marine Tower, No.137 Gexin Road, Haizhu District, Guangzhou, the PRC) at least 20 days on or before the EGM (i.e. 2 December 2021). Completion and return of such written reply will not preclude the shareholders who are entitled from attending the EGM.
3. Any shareholder who is entitled to attend and vote at the EGM has the right to appoint one or more proxies to do so on behalf of himself, and the proxy need not be a shareholder of the Company. In order to ensure validity, a completed proxy form and other authorization documents (if any) must be delivered to the registered office of the Company not less than 24 hours before the time scheduled for the holding of the EGM. Holders of H shares must deliver completed proxy forms and other authorization documents (if any) to the Company's H share registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy form will not preclude the shareholders from attending and voting in person at EGM should they so wish.
4. All resolutions at the EGM will be voted on by poll.
5. Shareholders and proxies must show their identification documents when attending the EGM.
6. The EGM will last for half a day. Shareholders and proxies attending the EGM shall be responsible for their own traveling and accommodation expenses.
7. The contact address of the Company is at the Board of Directors' Office of CSSC Offshore & Marine Engineering (Group) Company Limited at 15/F Marine Tower, 137 Gexin Road, Haizhu District, Guangzhou, the PRC.

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