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中船海洋与防务装备股份有限公司

CSSC OFFSHORE & MARINE ENGINEERING (GROUP) COMPANY LIMITED

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

(H Shares Stock Code: 00317)

Supplemental Notice of Annual General Meeting of 2017

Reference is made to the notice of CSSC Offshore & Marine Engineering (Group) Company Limited (the “**Company**”) dated 29 March 2018 in relation to the annual general meeting of 2017 (the “**Original AGM Notice**”). The annual general meeting of 2017 of the Company (or any adjournment thereof) (the “**AGM**”) is scheduled to be held at 10:00 a.m. on Tuesday, 29 May 2018 at 40 South Fangcun Main Road, Liwan District, Guangzhou, the People’s Republic of China (the “**PRC**”).

On 28 April 2018, the Company received a letter from China State Shipbuilding Corporation Limited, controlling shareholder of the Company which holds directly and indirectly 59.97% of the shares of the Company, in relation to an additional resolution on the appointment of the auditor of the financial report of the Company for 2018 (the “**Proposed Additional Resolution**”).

Pursuant to the articles of association of the Company and the relevant requirements under the Company Law of the PRC which stipulates that “shareholder(s) individually or in aggregate holding more than 5% of the shares of the Company shall have the right to propose additional resolution(s) prior to the general meeting”, the Company will present the Proposed Additional Resolution as ordinary resolution for shareholders’ consideration and approval at the AGM.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that at the AGM, which will be held on the same date, at the same time and at the same place as originally scheduled in the Original AGM Notice, the following supplemental resolution will be considered and, if throughout fit, as ordinary resolution in addition to the resolutions set out in the Original AGM Notice:

Ordinary resolution

6. To consider and approve the resolution in relation to the appointment of the auditors of the Company for financial reports for 2018 (*Note 1*).

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

Guangzhou, 3 May 2018

As at the date of this announcement, the Board comprises eleven Directors, namely executive Directors Mr. Han Guangde, Mr. Chen Zhongqian, Mr. Chen Liping, Mr. Xiang Huiming and Mr. Chen Ji, non-executive Directors Mr. Yang Li and Mr. Shi Jun and independent non-executive Directors Mr. Wang Yichu, Mr. Min Weiguo, Mr. Liu Renhuai and Mr. Yu Shiyou.

Notes:

1. The Company proposes to re-appoint ShineWing Certified Public Accountants LLP as the auditor of the Company's financial reports for 2018 at an audit fee of RMB2.02 million (inclusive of tax).
2. Save for the Proposed Additional Resolution, there were no other changes in the resolutions set out in the Original AGM Notice. For details of the resolutions to be considered at the AGM and other relevant matters, please refer to the Original AGM Notice of the Company dated 29 March 2018 published on the website of The Stock Exchange of Hong Kong Limited.
3. Since the proxy form for the AGM enclosed with the Original AGM Notice dated 29 March 2018 (the "**First Proxy Form**") does not contain the Proposed Additional Resolution set out in this supplemental notice, a new proxy form (the "**Revised Proxy Form**") has been prepared and is enclosed with this supplemental notice.
4. The Revised Proxy Form for use at the AGM is enclosed with this supplemental notice and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (comec.cssc.net.cn). Whether or not you intend to attend the AGM, you are requested to complete the accompanying Revised Proxy Form in accordance with the instructions printed thereon and return the same 24 hours before the time for holding AGM or any adjournment thereof (as the case may be) (i.e. before 10:00 a.m. on 28 May 2018) (the "**Closing Time**").
5. Please note that, for any shareholder who has lodged the First Proxy Form with the Company or the Company's H share registrar:
 - (1) the completed Revised Proxy Form, if duly completed, will be treated as the valid proxy form lodged by such shareholder;
 - (2) if such shareholder fails to lodge the Revised Proxy Form with the Company or the Company's H share registrar, Hong Kong Registrars Limited, the lodged First Proxy Form, if duly completed, will remain effective and applicable to the extent permissible. For the Proposed Additional Resolution not set out in the First Proxy Form, the proxy appointed under the First Proxy Form shall have the right to vote at his/her discretion if no relevant instruction is received;
 - (3) any Revised Proxy Form which is lodged with the Company or the Company's H share registrar after the Closing Time shall be invalid. Any vote that may be cast by the purported proxy/proxies (whether appointed under the First Proxy Form or the Revised Proxy Form) will not be counted in any poll taken on a proposed resolution. Accordingly, Shareholders are advised to lodge the Revised Proxy Form before the Closing Time.
6. Shareholders are reminded that completion and return of the Revised Proxy Form will not preclude them from attending and voting in person at the Annual General Meeting of 2017 or any adjournment thereof. In such case, any proxy form shall be deemed as revoked.
7. Shareholders are reminded to refer to other notes contained in the Original AGM Notice.