



廈門國際港務股份有限公司
XIAMEN INTERNATIONAL PORT CO., LTD*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 03378)

**PROXY FORM FOR USE
AT THE H SHAREHOLDERS' CLASS MEETING TO BE HELD ON 16 SEPTEMBER 2022**

I/We ^(Note 1) _____ of (address) _____, being the Shareholder(s) of Xiamen International Port Co., Ltd (the "Company") holding _____ H Shares ^(Note 2), hereby appoint the Chairman of the Meeting or ^(Note 3) _____ of _____ (address) _____

as my/our proxy to attend and vote for and on my/our behalf in respect of the resolution set out in the notice of the H Shareholders' Class Meeting of the Company ("H Shareholders' Class Meeting") to be held at 10:00 a.m. or immediately following the conclusion of the EGM or any adjournment thereof on Friday, 16 September 2022, at 23rd Floor, Conference Room, No. 31 Donggang North Road, Xiamen, the PRC or at any adjournment thereof as indicated hereunder or, if no such indication is given, as the proxy thinks fit. Unless otherwise indicated, capitalized terms used herein shall have the same meaning as those defined in the composite document jointly issued by the Company and Xiamen Port Investment Operation Co., Ltd.* dated 23 August 2022.

Special Resolution		For ^(Note 4)	Against ^(Note 4)
1.	(a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 2 June 2022 entered into between the Company and the Offeror and the Merger and the transactions contemplated under the Merger Agreement.		
	(b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he may consider necessary, appropriate, expedient and in the interest of the Company to give effect to and in connection with any transactions contemplated under the Merger Agreement.		

Date: _____ 2022

Signature(s): _____

Notes:

- Full name(s) (in Chinese or English) and address(es) as shown in the register of members of the Company to be inserted in **BLOCK CAPITALS**.
- Please insert the number of H Shares to which this proxy form relates registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all H Shares of the Company registered in your name(s).
- If you wish to appoint any person other than the Chairman of the H Shareholders' Class Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the proxy you duly appointed. Any member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a H Shareholder. Any alterations made in this proxy form should be initialed by the person who signs it.
- IMPORTANT:** Please indicate with a "✓" in the appropriate box under the column marked "For" if you wish to vote in favour of a resolution. Please indicate with a "✓" in the appropriate box under the column marked "Against" if you wish to vote against. If no direction is given, the proxy is entitled to vote or abstain as he/she thinks fit. Unless otherwise directed in the proxy form, the proxy is also entitled to vote as he/she thinks fit for any resolution duly submitted to the meeting in addition to those set out in the notice of the H Shareholders' Class Meeting.
- This proxy form must be signed by you or your attorney duly authorised in writing, or under the Common Seal or the hand of a director or an attorney duly authorised to sign the proxy form in case of a corporation. If the proxy form is signed by an attorney, the power of attorney or other authorisation document giving such authorisation shall be notarised.
- In cases of joint holders of a H Share, any one of such holders is entitled to vote at the H Shareholders' Class Meeting either in person or by proxy, as if he/she is the only one entitled to do so among the joint holders. However, only the vote of the person whose name stands first on the register of members in respect of such H Share shall be accepted if more than one joint holder attend the H Shareholders' Class Meeting personally or by proxy.
- To be valid, this proxy form together with any notarised copy of the power of attorney or other authorisation documents (if any) must be deposited, not less than 24 hours before the time appointed for holding the H Shareholders' Class Meeting or any of its adjournments (as the case may be) at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- The H Shareholders' Class Meeting is expected to last half a day. Members attending the H Shareholders' Class Meeting shall take care of their own travel and lodging expenses. Members or their proxies attending the H Shareholders' Class Meeting must produce their identification documents.

* For identification purposes only