

Qilu Expressway Company Limited

齊魯高速公路股份有限公司

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

(Stock Code: 1576)

FORM OF PROXY FOR THE 2022 ANNUAL GENERAL MEETING TO BE HELD ON 27 JUNE 2023

The number of shares to which this form of proxy relates ^(Note 1)	
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I/We, ^(Note 2) _____
of (address) _____
being the registered holder(s) of _____ H shares/domestic shares^(Note 3) of RMB1.00 each in the share capital of Qilu Expressway Company Limited (the “Company”), hereby appoint the Chairman of the meeting or _____ ^(Note 4)
of (address) _____
as my/our proxy(ies) to attend the 2022 annual general meeting of the Company to be held at Oriental Room, Enjoy Hotel (Hanyu Jingu), Building A6-2, Hanyu Financial & Business Centre, Jinan City, Shandong Province, the People's Republic of China (the “PRC”) at 10:00 a.m. on Tuesday, 27 June 2023 (the “2022 AGM”) (or any adjournment thereof) and to vote at such meeting (or at any adjournment thereof) in respect of the resolutions set out in the notice of the 2022 AGM according to the following instructions on behalf of me/us. If no instruction is given in respect of the resolutions set out below on behalf of me/us, as my/our proxy(ies) think(s) fit.

	ORDINARY RESOLUTIONS	FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	To consider and approve the 2022 Annual Report of the Company			
2.	To consider and approve the resolution in respect of the Work Report of the Board of Directors of the Company for the year of 2022			
3.	To consider and approve the resolution in respect of the Work Report of the Supervisory Committee of the Company for the year of 2022			
4.	To consider and approve the audited financial statements and the report of the independent auditors of the Company for the year ended 31 December 2022			
5.	To consider and approve the resolution in respect of the Profit Distribution and Dividend Distribution Plan of the Company for the year of 2022			
6.	To consider and approve the resolution in respect of the re-appointment of audit firms and determination of relevant audit fees of the Company for 2023			
7.	To consider and approve the resolution in respect of the execution performance of investment plan for 2022 and 2023 investment plan of the Company			
8.	To consider and approve the resolution in respect of the authorisation of cash management of idle funds of the Company			
9.	To consider and approve the resolution in respect of the 2022 Final Financial Report of the Company			
10.	To consider and approve the resolution in respect of the 2023 Financial Budget Plan of the Company			
11.	To re-elect Mr. Wang Zhenjiang as an executive Director			
12.	To re-elect Mr. Peng Hui as an executive Director			
13.	To re-elect Mr. Liu Qiang as an executive Director			
14.	To elect Mr. Ma Xianghui as a non-executive Director			
15.	To re-elect Ms. Kong Xia as a non-executive Director			
16.	To re-elect Mr. Su Xiaodong as a non-executive Director			
17.	To elect Mr. Kang Jian as a non-executive Director			
18.	To elect Mr. Wang Gang as a non-executive Director			
19.	To re-elect Mr. Shi Jinglei as a non-executive Director			
20.	To re-elect Mr. Du Zhongming as a non-executive Director			
21.	To elect Mr. Liu Hongwei as an independent non-executive Director			
22.	To re-elect Mr. He Jiale as an independent non-executive Director			
23.	To re-elect Mr. Wang Lingfang as an independent non-executive Director			
24.	To elect Mr. Leng Ping as an independent non-executive Director			
25.	To elect Ms. Shen Chen as an independent non-executive Director			
26.	To elect Mr. Wang Shenan as a shareholder representative Supervisor			
27.	To re-elect Mr. Zhang Yin as a shareholder representative Supervisor			

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
28.	To re-elect Mr. Wu Yongfu as a shareholder representative Supervisor			
29.	To re-elect Mr. Meng Qinghui as an independent Supervisor			
30.	To elect Mr. Dong Ensheng as an independent Supervisor			
31.	To consider and approve the resolution in respect of the Remuneration Plan for Directors of the Company			
32.	To consider and approve the resolution in respect of the Remuneration Plan for Supervisors of the Company			

Dated this _____ day of _____

Signature(s) _____ (Note 6)

Notes:

1. Please insert the number of shares of the Company registered in your name(s) to which this proxy relates. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, the form of proxy will be deemed to relate to all the shares of the Company registered in your name(s) (whether held alone or jointly with others).
2. Please insert the full name(s) and address(es) as stated in the register of members of the Company in block letters.
3. Please insert the number of the shares of the Company registered in your name(s). Please also strike out the irrelevant type of shares (domestic shares/H shares).
4. If any proxy other than the Chairman of the meeting of the Company is appointed, please strike out the words "the Chairman of the meeting" and insert the name of the proxy to be appointed in the space provided. A shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Any alteration made to this form of proxy must be initialled by the person who signs it.
5. **Important: If you wish to vote for any resolution, please put a tick in the box marked "FOR"; if you wish to vote against any resolution, please put a tick in the box marked "AGAINST"; if you wish to abstain from voting on any resolution, please put a tick in the box marked "ABSTAIN". If no direction is given, your proxy may vote as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the 2022 AGM other than that referred to in the notice of the 2022 AGM. The shares abstained will be counted in the calculation of the required majority.**
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its director or attorney or other officer duly authorised. In case of joint holders, this form of proxy must be signed by the shareholder whose name stands first in the register of members of the Company.
7. To be valid, this form of proxy and, if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares); or the correspondence address of the Company at Room 2301, Block 4, Zone 3, Hanyu Financial & Business Center, No. 7000, Jingshi East Road, High-tech Zone, Jinan City, Shandong Province, the PRC (postal code: 250101, attention: secretary of the Board) (for holders of domestic shares) in person or by mail not less than 24 hours before the time appointed for the holding of the 2022 AGM or not less than 24 hours before the time for the holding of any adjournment thereof or not less than 24 hours before the time appointed for taking the poll.
8. In the case of joint holders of shares of the Company, any one of such holders may vote at the 2022 AGM either in person or by proxy in respect of such shares as if he/she was solely entitled thereto. If more than one of such joint holders are present at the 2022 AGM in person or by proxy, then one of such holders whose name stands first in the register of members of the Company shall alone be entitled to vote.