



越秀交通基建有限公司

Yuexiu Transport Infrastructure Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 01052)

Proxy Form for Special General Meeting

I/We ^(Note 2) _____
of _____
being the registered holder(s) of _____ ^(Note 3) shares of HK\$0.10 each (the “Shares”) in the capital of **Yuexiu Transport Infrastructure Limited** (“Company”) hereby appoint ^(Note 4) the Chairman of the meeting or or _____ (name)
of _____ (address)
to act as my / our proxy ^(Note 5) to attend and vote for me/us and on my/our behalf at the special general meeting of the Company (the “Meeting”) to be held at Plaza I-IV, Basement 3, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Friday, 24 November 2023 at 3:30 p.m. and at any adjournment thereof in respect of the resolutions as set out below, and in respect of any other business that may properly come before the Meeting and/or at any adjournment thereof, and, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR ^(Note 6)	AGAINST ^(Note 6)
1.	<p>“THAT:</p> <p>(a) the China Communications Agreements (a copy each of which is produced to the SGM marked “A” and initialed by the chairman of the SGM for the purpose of identification), and the terms and conditions thereof and the transactions provided or contemplated thereunder, and the implementation thereof be and are hereby approved, confirmed and ratified; and</p> <p>(b) any one or more Directors be and are hereby authorised for and on behalf of the Company to sign, execute, perfect, perform and deliver all such other agreements, instruments, deeds and documents and do all such acts or things and take all such steps as he/they may in his/their absolute discretion consider to be necessary or expedient to implement or give effect to or otherwise in connection with or incidental to the agreements set out in paragraph (a) above and all the transactions contemplated thereunder and to agree to such variations, amendments or waivers as are, in his/their opinion, in the interests of the Company and its shareholders.”</p>		
2.	<p>“THAT:</p> <p>(a) the CRCC Agreements (a copy each of which is produced to the SGM marked “B” and initialed by the chairman of the SGM for the purpose of identification), and the terms and conditions thereof and the transactions provided or contemplated thereunder, and the implementation thereof be and are hereby approved, confirmed and ratified; and</p> <p>(b) any one or more Directors be and are hereby authorised for and on behalf of the Company to sign, execute, perfect, perform and deliver all such other agreements, instruments, deeds and documents and do all such acts or things and take all such steps as he/they may in his/their absolute discretion consider to be necessary or expedient to implement or give effect to or otherwise in connection with or incidental to the agreements set out in paragraph (a) above and all the transactions contemplated thereunder and to agree to such variations, amendments or waivers as are, in his/their opinion, in the interests of the Company and its shareholders.”</p>		

Dated this _____ day of _____ 2023

Shareholder’s signature(s) _____ ^(Notes 7, 8, 9)

Notes:

- Unless the context otherwise requires, capitalised terms used in this proxy form have the same meanings as defined in the circular of the Company dated 8 November 2023 and of which this proxy form relates.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares to which the proxy relates registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the capital of the Company registered in your name(s).
- If you wish to appoint some person(s) other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the meeting or” and insert the name and address of the proxy desired in the space provided.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (✓) IN THE BOX MARKED “FOR” BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (✓) IN THE BOX MARKED “AGAINST” BESIDE THE RESOLUTION.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his/her discretion in respect of the resolution. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice of the Meeting.
- To be valid, this form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited with Tricor Abacus Limited, the Company’s Hong Kong branch share registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof (as the case may be).
- 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 under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders, if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
- Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjourned meeting thereof should you so wish, and in such event, this form of proxy shall be deemed to be revoked.
- Any alteration made to this form of proxy must be initialled by the person who signs the form.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Abacus Limited at the above address.