



天津港發展控股有限公司

Tianjin Port Development Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03382)

FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON 12 JUNE 2024

I/We ^(Note 1) _____,
of ^(Note 1) _____,
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.10 each
in the capital of Tianjin Port Development Holdings Limited (the “Company”) hereby appoint the chairman of the AGM ^(Note 3)
or _____ (name)
of _____ (address)
as my/our proxy to attend and act on my/our behalf at the annual general meeting (the “AGM”) of the Company to be held at Regal Hongkong Hotel,
No. 88 Yee Wo Street, Causeway Bay, Hong Kong on Wednesday, 12 June 2024 at 3:00 p.m. and at any adjournment thereof and to vote for me/us on
the resolutions referred to in the notice of AGM (with or without modifications) as indicated below:

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and consider the audited consolidated financial statements, the directors’ report and the independent auditor’s report for the year ended 31 December 2023.		
2.	To declare a final dividend of HK4.73 cents per share for the year ended 31 December 2023.		
3.	(a)		
	(1)	To re-elect LUO Xunjie as an executive director of the Company.	
	(2)	To re-elect TENG Fei as an executive director of the Company.	
	(3)	To re-elect SUN Bin as an executive director of the Company.	
	(4)	To re-elect YANG Zhengliang as an executive director of the Company.	
(b)	To authorise the board of directors of the Company to fix the directors’ remuneration.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.		
5(A).	To grant a general mandate to the directors of the Company to repurchase shares of the Company. ^(Note 5)		
5(B).	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company. ^(Note 5)		
5(C).	To extend the general mandate granted to the directors of the Company to allot, issue and deal with shares of the Company by the number of shares repurchased by the Company. ^(Note 5)		
SPECIAL RESOLUTION			
6.	To approve the adoption of the new amended and restated memorandum and articles of association of the Company. ^(Note 5)		

Signature: _____ ^(Note 6)

Dated: _____ 2024

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman of the AGM is preferred, strike out the words “the chairman of the AGM or”, and insert the name and address of the proxy in the space provided.
- IMPORTANT: IF YOU WISH TO VOTE FOR A PARTICULAR RESOLUTION, TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST A PARTICULAR RESOLUTION, TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast your votes, whether to vote for or against the relevant resolution(s) or to abstain from voting, at his/her discretion. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM other than those referred to in the notice of AGM.
- The full text of resolutions 5(A) to 5(C) and 6 are set out in the notice of AGM.
- 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 (if any) or under the hand of any duly authorised officer.
- In the case of joint registered holders of any share of the Company, any one of such persons may vote at the AGM, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
- In order to be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time scheduled for holding the AGM (or any adjournment thereof).
- The proxy does not need to be a shareholder of the Company but must attend the AGM in person in order to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the AGM (or any adjournment thereof) should you so wish.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON WHO SIGNS IT.**

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information, the Company may not be able to process your instructions and/or requests as stated in this form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.