



招商局港口控股有限公司

CHINA MERCHANTS PORT HOLDINGS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 00144)

REVISED FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 20 JUNE 2024

No. of shares to which this proxy relates (Note 1)	
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I/We (Note 2) _____

of _____
shareholder(s) of CHINA MERCHANTS PORT HOLDINGS COMPANY LIMITED (the "Company") hereby appoint (Note 3) the Chairman of the Meeting or _____

of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company (the "Meeting") to be held at Granville & Nathan Room, Lower Lobby, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Thursday, 20 June 2024 at 9:30 a.m. and at any adjournment thereof as hereunder indicated in respect of the Resolutions set out in the Amended Notice of Annual General Meeting dated 5 June 2024 (the "Amended AGM Notice"), and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For (Note 4)	Against (Note 4)
1.	To receive and consider the Audited Consolidated Financial Statements for the year ended 31 December 2023 together with the Report of the Directors and the Independent Auditor's Report.		
2.	To declare a final dividend of 48 HK cents per share for the year ended 31 December 2023.		
3.	A. (a) To re-elect Mr. Xu Song as a Director.		
	(b) To re-elect Mr. Yang Guolin as a Director.		
	(c) To re-elect Mr. Chan Hiu Fung Nicholas as a Director.		
	(d) To re-elect Ms. Wong Pui Wah as a Director.		
	(e) To re-elect Mr. Feng Boming as a Director.		
	(f) To re-elect Mr. Wong Chi Wing as a Director.		
	B. To authorise the Board of Directors to fix the remuneration of the Directors.		
4.	To appoint KPMG as the auditor of the Company in place of the retiring auditor, Deloitte Touche Tohmatsu, and to authorise the Board of Directors to fix its remuneration.		
5.	A. To grant a general mandate to the Directors to allot shares as set out in item 5A of the AGM Notice.		
	B. To grant a general mandate to the Directors for the buy-back of shares as set out in item 5B of the AGM Notice.		
	C. To add the number of the shares bought back under resolution no. 5B to the mandate granted to the Directors under resolution no. 5A.		

Dated this _____ day of _____ 2024. Signature(s)(Note 5) _____

Notes:

- Please insert the number of shares registered in your name(s) to which this form of proxy (the "Revised Form of Proxy") relates. If no number is inserted, this Revised Proxy Form will be deemed to relate to all the shares of the Company registered in your name(s).
- Please insert the full name(s) and address(es) in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. **ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST"**. If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the Amended AGM Notice.
- This Revised Form of Proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Meeting, personally or by proxy, then one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this Revised 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 that power of attorney or authority, must be deposited at the office of the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the Meeting or at any adjournment thereof.
- IMPORTANT: A SHAREHOLDER WHO HAS ALREADY LODGED THE PROXY FORM WHICH HAS BEEN SENT TO THE SHAREHOLDERS ON 26 APRIL 2024 (THE "FIRST PROXY FORM") WITH THE COMPANY'S SHARE REGISTRAR SHOULD NOTE THAT:**
 - if no Revised Form of Proxy is lodged with the Company's Share Registrar, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the shareholder. The proxy so appointed by the shareholder will be entitled to vote at his discretion or abstain on any resolution properly put to the Meeting (including, if properly put, the resolutions as set out in the Amended AGM Notice enclosed in the supplemental circular of the Company dated 5 June 2024) except for those resolutions to which the shareholder has indicated his voting direction in the First Proxy Form;
 - if the Revised Form of Proxy is lodged with the Company's Share Registrar at a time in any event not later than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof (the "Closing Time"), the Revised Form of Proxy, if correctly completed, will be treated as a valid proxy form lodged by the shareholder and will revoke and supersede the First Proxy Form previously lodged by him; or
 - if the Revised Form of Proxy is lodged with the Company's Share Registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the Revised Form of Proxy will be invalid and in the latter case, the validity of the Revised Form of Proxy will be subject to the discretion of the Board. Whether or not the Revised Form of Proxy is valid, it will revoke the First Proxy Form previously lodged by the shareholder, and any vote that may be cast by the purported proxy appointed under the First Proxy Form will not be counted in any poll which may be taken on a proposed resolution. Accordingly, shareholders are advised to complete the Revised Form of Proxy carefully and lodge the Revised Form of Proxy before the Closing Time. If such shareholders wish to vote at the Meeting, they will have to attend in person and vote at the Meeting themselves.
- Completion and delivery of the First Proxy Form and/or the Revised Form of Proxy will not preclude you from attending and voting at the Meeting if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this Revised Form of Proxy.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Share Registrar and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for 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 and sent to the Personal Data Privacy Officer of the Share Registrar.