



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/We¹ _____

of _____

being the registered holder(s) of² _____ shares of HK\$0.10 each in the capital of **Yuexiu Transport Infrastructure Limited** ("Company") hereby appoint³ the Chairman of the meeting

or _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Special General Meeting ("Meeting") of the Company to be held on 30 May 2018 at 11:00 a.m. (or as soon as practicable immediately after the conclusion or adjournment of the annual general meeting of the Company convened to be held at 10:30 a.m. on the same date and at the same place) and at any adjournment thereof on the resolution as set out hereunder. Capitalised terms used herein should have the same meanings as ascribed to them in the notice of the Meeting.

ORDINARY RESOLUTION		FOR ⁵	AGAINST ⁵
1.	<p>THAT:</p> <p>(a) the 2018 Bank Deposits Agreement and the consummation of transactions contemplated thereunder (including the Revised Bank Deposits Annual Caps) as more particularly described in the Circular and on the terms and conditions set out in the 2018 Bank Deposits Agreement be hereby approved, ratified and confirmed; and</p> <p>(b) authorization be granted to any one Director to complete and do all such acts or things (including executing all such documents, instruments and agreements as may be required) as the Company, such Director or, as the case may be, the Board may consider necessary, desirable or expedient or in the interest of the Company to give effect to the terms of the matters contemplated under the 2018 Bank Deposits Agreement and all transactions contemplated thereunder and all other matters incidental thereto or in connection therewith.</p>		

Dated this _____ day of _____ 2018 Signature(s) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company 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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED "FOR" the relevant resolution. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST" the relevant resolution.** Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening 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 authority, must be deposited with the Company's Hong Kong branch share registrar, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or adjourned meeting thereof.
- 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.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting or adjourned meeting thereof in person should you so wish and, in such event, this form of proxy shall be deemed to be revoked.