



# 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 <sup>(note 2)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ <sup>(note 3)</sup> shares of HK\$0.10 each (the "Shares") in the capital of Yuexiu Transport Infrastructure Limited ("Company") hereby appoint <sup>(note 4)</sup> the Chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy <sup>(note 5)</sup> 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, 18 November 2022 at 10:30 a.m. and at any adjournment thereof in respect of the resolution as set out below.

ORDINARY RESOLUTION	FOR <sup>(note 6)</sup>	AGAINST <sup>(note 6)</sup>
<p>"THAT:</p> <p>(a) the agreement dated 17 October 2022 and entered into between Guangzhou Yue Xiu Holdings Limited* (廣州越秀集團股份有限公司) ("Vendor") and Yuexiu (China) Transport Infrastructure Investment Company Limited* (越秀(中國)交通基建投資有限公司) ("Purchaser"), pursuant to which, among other things, the Vendor shall sell and the Purchaser shall purchase 100% of the equity interest in Henan Yuexiu Lanwei Expressway Company Limited* (河南越秀蘭尉高速公路有限公司) at the consideration of RMB1,098,000,000 (a copy of the aforesaid agreement has been produced before the meeting, marked "A" and initialled by the Chairman of the meeting for the purpose of identification) and the transactions provided or contemplated thereunder be and are hereby approved, confirmed and ratified in all respects; 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 agreement 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 the \_\_\_\_\_ day of \_\_\_\_\_ 2022

Shareholder's signature \_\_\_\_\_ <sup>(notes 7, 8 and 9)</sup>

#### 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 2 November 2022 and of which this proxy form relates.
- Full name(s) and address(es) are 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 THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "AGAINST".** 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 that 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 Tricor Abacus Limited, the Company's Hong Kong branch share registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding of the Meeting (or any 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 seal or under the hand of an officer, attorney or other person 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 at the Meeting or any adjourned meeting thereof in person should you so wish and, in such event, this form of proxy shall be deemed to have been 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.