



日照港裕廊股份有限公司

Rizhao Port Jurong Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6117)

PROXY FORM FOR THE 2019 ANNUAL GENERAL MEETING

Number of shares to which this form of proxy relates ^(Note 1)	Domestic shares
	H shares

I/We^(Note 2) _____
(address) _____

being the holder of _____ Domestic shares/H shares^(Note 3) of RMB1.00 each of Rizhao Port Jurong Co., Ltd. (the “**Company**”), hereby appoint the Chairman of the meeting or _____^(Note 4)
of (address) _____

as my/our proxy(ies) to attend the 2019 annual general meeting (the “**AGM**”) of the Company to be held at 10:00 a.m. on Monday, 18 May 2020 at Office Building of Rizhao Port Jurong Co., Ltd. or any adjournment thereof and to vote at such meeting in respect of the resolutions set out in the notice of AGM dated 15 April 2020 (the “**Notice**”) as hereunder indicated on behalf of me/us, or if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	To consider and approve the 2020–2022 Financial Service Framework Agreement, the proposed annual caps and the transactions contemplated thereunder.			
2.	To consider and approve the proposed election of Mr. Wang Yufu as a non-executive director of the Company and to determine his remuneration with reference to the recommendation of the board (the “ Board ”) of directors of the Company (“ Directors ”).			
3.	To consider and approve the proposed election of Mr. Pay Cher Wee as a non-executive director of the Company and to determine his remuneration with reference to the recommendation of the Board.			
4.	To consider and approve the 2019 annual report and annual results for the year ended 31 December 2019 of the Company.			
5.	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2019 and the declaration of final dividend as recommended by the Board.			
6.	To consider and approve the proposal for the budget of the Company for the year ending 31 December 2020.			
7.	To consider and approve the audited financial statements and report of the auditor of the Company for the year ended 31 December 2019. (Please refer to the “Independent Auditor’s Report” in the 2019 annual report of the Company for details.)			
8.	To consider and approve the report of the Board for the year ended 31 December 2019. (Please refer to the “Directors’ Report” in the 2019 annual report of the Company for details.)			
9.	To consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2019. (Please refer to the “Supervisors’ Report” in the 2019 annual report of the Company for details.)			
10.	To consider and approve the re-appointment of Grant Thornton Hong Kong Limited as the auditor of the Company for the year of 2020 and to authorise the Board to fix the remuneration thereof.			

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
11.	To consider and approve the proposed re-election of Mr. Lee Man Tai as an independent non-executive director of the Company and to determine his remuneration with reference to the recommendation of the Board.			
12.	To consider and approve the remuneration of the executive director, non-executive directors and supervisors of the Company for the year of 2019.			
SPECIAL RESOLUTION		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
13.	To approve the grant to the Board a general mandate to issue, allot and deal with additional H shares of the Company not exceeding 20% of the H shares in issue of the Company.			

Dated this _____ day of _____, 2020

Signature(s) ^(Note 6) _____

Notes:

- Please insert the number of shares of the Company registered in your name(s) to which this proxy relates. If a number is inserted, this Proxy Form will be deemed to relate only to those shares. If no number is inserted, this Proxy Form will be deemed to relate to all shares of the Company registered in your name(s) (whether alone or jointly with others).
- Please insert the full name(s) and address(es) as registered in the register of members of the Company in BLOCK LETTERS.
- Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
- If any proxy other than the Chairman of the meeting of the Company is preferred, please strike out the words “the Chairman of the meeting or” and insert the name of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Any alteration made to this Proxy Form must be initialed by the person who signs it.
- Important: If you wish to vote for any resolution, please put a tick in the box marked “FOR” or insert the number of shares held by you. If you wish to vote against any resolution, please put a tick in the box marked “AGAINST” or insert the number of shares held by you. If you wish to vote abstention on any resolution, please put a tick in the box marked “ABSTAIN” or insert the number of shares held by you. If no direction is given, your proxy shall vote at his/her own discretion. The shares abstained will be counted in the calculation of the required majority.
- This Proxy Form must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its director or attorney or other officer duly authorized. In case of joint holders, this Proxy Form may be signed by any of such joint holders.
- To be valid, this Proxy Form and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H shares of the Company) or the Company’s registered office in the PRC at South End, Haibin 5th Road, Rizhao, City, Shandong Province, the PRC (for holders of domestic shares of the Company) not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof in order for such documents to be valid.
- In the case of joint holders of shares of the Company, any one of such holders may vote at the AGM either in person or by proxy in respect of such shares as if he/she was solely entitled thereto. However, if more than one of such joint holders are present at the AGM in person or by proxy, then the vote cast, in person or by proxy, by the holder whose name appears in prior sequence shall be regarded as the sole and exclusive vote on behalf of all the rest of the joint holders. For the purpose of such voting, the shareholder’s priority shall be determined in accordance with the sequence of the joint holders of the Company as prescribed in the Company’s register of shareholders.
- You are reminded that completion and return of the this Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.