



廈門國際港務股份有限公司
XIAMEN INTERNATIONAL PORT CO., LTD*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
 (Stock Code: 3378)

PROXY FORM FOR USE
AT THE ANNUAL GENERAL MEETING TO BE HELD ON 12 JUNE 2015

I/We¹ _____
 of (address), _____
 being the shareholder(s) of Xiamen International Port Co., Ltd (the "Company") holding _____ H Shares/Domestic Shares²,
 hereby appoint the chairman of the Meeting or³ _____
 of (address) _____
 as my/our proxy to attend and vote for and on my/our behalf in respect of the resolutions set out in the notice of the annual general meeting ("AGM") at
 the AGM of the Company to be held at 9:00 a.m. on Friday, 12 June 2015 at 23rd Floor, Conference Room, No. 31 Donggang North Road, Xiamen, PRC,
 or at any adjournment thereof as indicated hereunder or, if no such indication is given, as the proxy thinks fit.

Ordinary Resolutions ⁴		For ⁵	Against ⁵
1.	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2014.		
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2014.		
3.	To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2014.		
4.	To consider and approve the profit distribution plan of the Company and the declaration of a final dividend of RMB6.0 cents per share (tax inclusive) for the year ended 31 December 2014.		
5.	To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian Certified Public Accountants Limited Company as the PRC auditors and PricewaterhouseCoopers, Certified Public Accountants as the international auditors of the Company to hold office until the conclusion of the next annual general meeting, and to authorise the Board to fix their remunerations.		
6.	To consider and approve the remunerations of the directors and supervisors of the Company for the year ended 31 December 2014.		
Special Resolution ⁴		For ⁵	Against ⁵
7.	To grant to the Board a general mandate to issue, allot and deal with additional Domestic Shares/ H Shares not to exceed 20% of Domestic Shares in issue and 20% of H Shares in issue of the Company, and to authorise the Board to make such amendments to the Articles of Association as it thinks fit so as to reflect the new share capital structure subsequent to allotment or issue of additional Shares.		
Ordinary Resolution		For ⁵	Against ⁵
8.	To consider and approve proposals (if any) put forward by any shareholder(s) holding 3 per cent or more of the shares of the Company carrying the right to vote at such general meeting.		

Date: _____ 2015

Signature(s): _____

Notes:

- Full name(s) (in Chinese or English) and address(es) as shown in the register of members to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares to which this proxy relates registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s). Please also delete the class of shares inapplicable (Domestic Share or H Share).
- If you wish to appoint any person other than the Chairman of the AGM as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the proxy you duly appointed. Any member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy needs not be a shareholder of the Company. Any alterations made in this proxy form should be initialled by the person who signs it.
- The description of these resolutions is by way of summary only. The full text appears in the notice of the AGM of the Company for the year 2014.
- IMPORTANT:** Please indicate with a "✓" in the appropriate box under the column marked "For" if you wish to vote in favour of a resolution. Please indicate with a "✓" in the appropriate box under the column marked "Against" if you wish to vote against. If no direction is given, the proxy is entitled to vote or abstain as he/she thinks fit. Unless otherwise directed in the proxy form, the proxy is also entitled to vote as he/she thinks fit for any resolution duly submitted to the Meeting in addition to those set out in the notice of AGM.
- This proxy form must be signed by you or your attorney duly authorised in writing, or under the Common Seal or the hand of a director or an attorney duly authorised to sign the proxy form in case of a corporation. If the proxy form is signed by an attorney, the power of attorney or other authorisation document giving such authorisation shall be notarised.
- In cases of joint holders of a share, any one of such holders is entitled to vote at the Meeting either in person or by proxy, as if he/she is the only one entitled to do so among the joint holders. However, only the vote of the person whose name stands first on the register of members in respect of such share shall be accepted if more than one joint holder attend the Meeting personally or by proxy.
- To be valid, this proxy form together with any notarised copy of the power of attorney or other authorisation documents (if any) must be deposited, not less than 24 hours before the time appointed for holding the AGM or any of its adjournments (as the case may be) at the Secretariat to the Board of the Company for Domestic Shareholders, or at Computershare Hong Kong Investor Services Limited of Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for H Shareholders.
- The AGM is expected to last half a day. Members attending the AGM shall take care of their own travel and lodging expenses. Members or their proxies attending the AGM must produce their identification documents.

* for identification purpose only