秦皇島港股份有限公司
QINHUANGDAO PORT CO., LTD.*

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 3369)

Form of Proxy for use by Shareholders at the domestic shareholders' class meeting to be held on Friday, 16 June 2017

Number of Shares to which this proxy relates *(Note 1)*	

I/We*(Note 2)* _____

of _____

being the registered holder(s) of _____
Domestic Share(s)*(Note 3)* of RMB1.00 each in the share capital of Qinhuangdao Port Co., Ltd.* (the "**Company**") hereby appoint the chairman of the meeting or*(Note 4)* _____

of _____
as my/our proxy to attend and act for me/us on my/our behalf at the the class meeting for holders of domestic shares ("**Domestic Share(s)**") ("**Domestic Shareholders' Class Meeting**") to be held at Qinhuangdao Sea View Hotel, 25 Donggang Road, Haigang District, Qinhuangdao, Hebei Province, the People's Republic of China (the "**PRC**") on 16 June 2017 (Friday) at 11:00 a.m. (or immediately after the AGM) or any adjournment thereof for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice published on 28 April 2017 convening the Domestic Shareholders' Class Meeting and to vote for me/us and in my/our name(s) at the Domestic Shareholders' Class Meeting or any adjournment thereof in respect of the resolutions according to the instructions set out below or, if no such indication is given, as my/our proxy thinks fit.

	SPECIAL RESOLUTION	**FOR** *(Note 5)*	**AGAINST** *(Note 5)*	**ABSTAIN** *(Note 5 and Note 6)*
1.	The resolution regarding tentatively no distribution of any profit of the Company for the year ended 31 December 2016 and tentatively no declaration of final dividend for the year ended 31 December 2016.			

Dated this _____ day of _____ 2017 Signature*(Note 7)* _____

Notes:

1. 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 form of proxy will be deemed to relate only to those shares. If no number is inserted, the form of proxy will be deemed to relate to all domestic shares of the Company registered in your name(s) (whether alone or jointly with others).
2. Please insert the full name(s) and address(es) as registered in the register of members of the Company in BLOCK LETTERS.
3. Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
4. 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 form of proxy must be initialled by the person who signs it**.
5. **Important: Please indicate with a "√" in the appropriate box under the column marked "For", "Against" or "Abstain". Failure to tick the box will entitle your proxy to cast your vote at his/her discretion. The proxy is also entitled to vote at his/her discretion on any other resolutions duly submitted to the AGM**.
6. The shares abstained will be counted in the calculation of the required 1/2 shares (as for the ordinary resolutions) or 2/3 shares (as for the special resolutions).
7. This form of proxy 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 form of proxy must be signed by the shareholder whose name stands first in the register of members of the Company.
8. To be valid, this form of proxy 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 office of the Board at Room 511, Qinhuangdao Port Co., Ltd., 35 Haibin Road, Qinhuangdao, Hebei Province, PRC not less than 24 hours before the time appointed for the holding of the Domestic Shareholders' Class Meeting (or any adjournment thereof) or not less than 24 hours before the time appointed for taking the poll.
9. In the case of joint holders of shares of the Company, any one of such holders may vote at the Domestic Shareholders' Class Meeting 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 Domestic Shareholders' Class Meeting in person or by proxy, then one of such holders whose name stands first in the register of members of the Company shall alone be entitled to vote. In the event that a shareholder appoints more than one proxy to attend the Domestic Shareholders' Class Meeting, such proxies may only exercise their voting rights in a poll.

* *For identification purpose only*