


CHINA TOWER
中国铁塔
China Tower Corporation Limited
中國鐵塔股份有限公司

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

(Stock Code: 0788)

Form of proxy for the First Class Meeting of H Shareholders of 2020 to be held on 21 May 2020

I/We^(Note 1) _____
of _____
being the registered holder(s) of _____ H shares^(Note 2) of RMB1.00 each
in the share capital of the above-named Company **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**^(Note 3)
or _____
of _____
as my/our proxy to attend and act for me/us at the First Class Meeting of H Shareholders of 2020 (and any adjournment thereof) of the said Company to be held at 10:15 a.m. (or immediately after the conclusion of the AGM or any adjournment thereof) on 21 May 2020 at Nathan Room, Lower Lobby Level, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong for the purposes of considering and, if thought fit, passing the Resolution as set out in the notice of the First Class Meeting of H Shareholders of 2020 and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolution as indicated below^(Note 4).

SPECIAL RESOLUTION		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	THAT Part II of the Proposed Amendments to the Articles of Association be considered and approved.		

Dated this _____ day of _____ 2020 Signed^(Note 6) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words **"THE CHAIRMAN OF THE MEETING"** and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend **AND VOTE IN HIS/HER STEAD**. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST"**. Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the Notice of First Class Meeting of H Shareholders of 2020.
- The health of Shareholders, staff and stakeholders is of paramount importance to the Company. In light of the Novel Coronavirus ("COVID-19") outbreak, the Company encourages that the Shareholders to consider appointing the Chairman of the Meeting as his/her proxy to vote on the relevant resolution(s) at the First Class Meeting of H Shareholders of 2020, instead of attending the First Class Meeting of H Shareholders of 2020 in person. The Company will comply with the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation and other applicable laws and regulations, and will implement the appropriate precautionary measures at the First Class Meeting of H Shareholders of 2020 to protect attending Shareholders, staff and stakeholders from the risk of infection. The Directors (including the Chairman of the Board) may attend the First Class Meeting of H Shareholders of 2020 remotely through video or telephone conference facilities if needed. The Chairman of the Board and Chairmen of the Board committees will be available either in person or through video or telephone conference facilities to answer questions from Shareholders at the First Class Meeting of H Shareholders of 2020. Depending on the evolution of the COVID-19 outbreak, the Company may adjust or reschedule the First Class Meeting of H Shareholders of 2020 in accordance with the applicable laws and regulations.**
- The full description and details of the special resolution proposed to be considered and approved at the First Class Meeting of H Shareholders of 2020 are set out in the circular and notice of First Class Meeting of H Shareholders of 2020 both dated 3 April 2020, which are also available at the Company's website www.china-tower.com.
- 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 an officer or attorney or other person duly authorized to sign the same.
- In the case of joint holders of any share, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such shares as if he/she were solely entitled thereto. However, if more than one of such joint holders is present at the Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the Register of Members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
- To be valid, this form of proxy together with the power of attorney (if any) or other authority under which it is signed (if any) or a notarially certified copy thereof, must be deposited at the Company's share registrar not less than 24 hours before the time (i.e. before 9:30 a.m. on 20 May 2020) for holding the Meeting or any adjournment thereof (as the case may be). H shareholders shall deposit the relevant documents to the Company's share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- The proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the First Class Meeting of H Shareholders of 2020 if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.