



海航基礎股份有限公司
HNA Infrastructure Company Limited*

(A joint stock company incorporated in the People's Republic of China with limited liability)
 (Stock Code: 357)

**PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING
 TO BE HELD ON 9 JULY 2018**

I/we (Note 1) _____
 of _____ (Note 1)
 being the registered holder(s) of (Note 2) _____
 shares of RMB1.00 each in the share capital of HNA Infrastructure Company Limited (the "Company"), hereby appoint the
 chairman of the extraordinary general meeting (the "EGM") or (Note 3) _____
 of _____ as my/our proxy/proxies
 for _____ H shares/domestic shares which I/we hold in the Company to attend and vote at the EGM of the
 Company to be held at 10:00 a.m. on Monday, 9 July 2018 at the meeting room of the Company on 3rd Floor, Office Building
 of Meilan Airport, Haikou City, Hainan Province, the PRC or at any adjournment thereof. The proxy/ proxies is/are authorized
 to vote for me/us and in my/our name(s) as directed below in respect of the following resolutions and other matters which may
 be dealt with at the EGM. In the absence of instructions, the proxy/proxies shall vote for or against the resolutions or abstain
 at their discretion. The proxy shall vote for me/us according to the following directions (Note 4):

By way of ordinary resolutions:		For	Against	Abstention
1.	To consider and approve the re-election of Mr. Hu Wentai (胡文泰先生) as a non-executive director of the Company, whose emoluments will be determined with reference to the remuneration policies as approved at the annual general meeting; and			
2.	To consider and approve proposals (if any) put forward at such meeting by any shareholder(s) of the Company holding 5 per cent or more of the shares carrying the right to vote at such meeting.			
By way of special resolutions:				
3.	To consider and approve the proposed change of the Chinese name of the Company from "海航基礎股份有限公司" to "瑞港國際機場集團股份有限公司" and the proposed change of the English name of the Company from "HNA Infrastructure Company Limited" to "Regal International Airport Group Company Limited" (the " Proposed Change of Name ");			
4.	To consider and approve amendments to articles of association of the Company in relation to the Proposed Change of Name;			
5.	"THAT: (a) the Company be and is hereby authorised, to launch asset-backed securities up to RMB2 billion (the " Asset-backed Securities ") using the revenue receivable by the Company generated from granting franchise rights to qualified operators and leasing business places to qualified lessees for a period from the establishment of the asset-backed securitization plan (the " Plan ") to six years after the establishment of the Plan.			

By way of ordinary resolutions:		For	Against	Abstention
	(b) the chairman of the board of directors of the Company be and is hereby authorised, to exercise all powers to handle all matters relating to the Plan, including but not limited to: <ul style="list-style-type: none"> i. subject to the applicable laws and regulations, with reference to the specific conditions of the market and the Company, to determine and adjust the specific plan of the issue of the Asset-backed Securities, including but not limited to the issue scale, issue costs, duration of issue, use of proceeds, repayment method and matters in relation to guarantee; ii. to make appropriate adjustments on the matters relating to the Plan, or to decide whether to proceed the Plan based on the actual situations in accordance with any changes on the opinions of the regulatory authorities, policies or market conditions, except for the matters which are subject to the Shareholders' approval in accordance with the relevant laws, regulations and the articles of association of the Company; iii. to determine the engagement of professional parties and to execute agreements in relation to the engagement; and iv. to handle other matters in relation to the Plan.” 			
6.	To consider and approve proposals (if any) put forward at such meeting by any shareholder(s) holding 5 per cent or more of the shares carrying the right to vote at such meeting.			

Signed this _____ day of _____ 2018

Signature(s): _____

Notes:

1. Full name(s) (in Chinese and English) and address(es) (as shown in the register of members) to be inserted in **BLOCK LETTERS**.
2. Please insert the number and class of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all such shares of the Company registered in your name(s).
3. If any proxy other than the chairman of the EGM is appointed, strike out “the chairman of the EGM or” and insert the name(s) and address(es) of the proxy/proxies desired in the spaces provided.
4. **IMPORTANT:** If you wish to vote for a resolution, please place a “√” in the box marked “FOR”. If you wish to vote against a resolution, please place a “/” in the box marked “AGAINST”. Failure to complete a box will entitle your proxy to cast your vote(s) at his discretion. The shares abstained will not be counted in the calculation of the required majority. Your proxy will also be entitled to vote at his discretion on any resolution (or any amendment thereto) properly put to the EGM other than those set out in the notice convening the EGM.
5. In the case of joint holders of any shares in the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he were solely entitled thereto. But if more than one of such joint holders are present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
6. This form of proxy must be signed by you or your attorney duly authorized in writing, or in the case of legal person, must be either under its seal or signed by a director or attorney duly authorized to sign the same.
7. For holders of H shares of the Company, this form of proxy together with a notarially certified copy of the power of attorney or other authority, if any, must be lodged at the Company’s H share registrar, Computershare Hong Kong Investor Services Limited at Room 1712—1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 24 hours before the time fixed for holding the meeting or any adjournment thereof in order for such documents to be valid.
8. Shareholders or their proxies attending the EGM shall produce their identity documents.
9. For holders of domestic shares of the Company, this form of proxy together with a notarially certified copy of the power of attorney or other authority, if any, must be delivered to secretary office to the board of directors of the Company at Office Building of Meilan Airport, Haikou City, Hainan Province, the PRC, not less than 24 hours before the time fixed for holding the meeting or any adjournment thereof in order for such documents to be valid.
10. A proxy need not be a member of the Company but must attend the meeting in person to represent you.
11. Completion and deposit of this form of proxy will not preclude you from attending and voting at the meeting if you so wish. In the event that you attend the meeting after having lodged this form of proxy, this form of proxy will be deemed to have been revoked.
12. Each alteration made to this form of proxy must be initialed by the person who signs it.

* For identification purposes only