



CITIC PACIFIC

CITIC Pacific Limited 中信泰富有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 00267)

FORM OF PROXY

Form of proxy used by shareholders at the Extraordinary General Meeting (the "Meeting") of CITIC Pacific Limited (the "Company") to be held at Granville and Nathan Room, Lower Lobby, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Wednesday, 4 December 2013 at 12:00 noon.

I/We^(a) _____
of _____
being the registered holder(s) of _____ shares^(b)
of HK\$0.40 each in the capital of the Company, **HEREBY**
APPOINT THE CHAIRMAN OF THE MEETING or^(c)

of _____

as my/our proxy to vote and act for me/us at the Meeting (and at any adjournment thereof) of the Company to be held at Granville and Nathan Room, Lower Lobby, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Wednesday, 4 December 2013 at 12:00 noon for the purpose of considering and, if thought fit, passing the Resolution set out in the Notice convening the Meeting and at the 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^(d).

ORDINARY RESOLUTION ^(e)

	FOR	AGAINST
To approve the Framework Agreement and the transactions contemplated therein	<input type="checkbox"/>	<input type="checkbox"/>

Dated this _____ day of _____ 2013

Shareholder's signature _____

Notes:

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| <p><i>a</i> Full name(s) and address(es) to be inserted in BLOCK CAPITALS</p> <p><i>b</i> Please insert the number of shares registered in your name(s). 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).</p> <p><i>c</i> If any proxy other than the Chairman is preferred, strike out "the Chairman of the Meeting or" herein inserted and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.</p> <p><i>d</i> IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST". Failure to complete any box will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the Notice convening the Meeting.</p> <p><i>e</i> The full text of the resolution appears in the Notice of the Meeting contained in the circular to the shareholders of the Company dated 15 November 2013.</p> | <p><i>f</i> This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.</p> <p><i>g</i> In the case of joint holders, the vote of the person whose name stands first in the register of members of the Company 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).</p> <p><i>h</i> To be valid, this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's registered office at 32nd Floor, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong not less than 48 hours before the time for the holding of the Meeting or any adjournment thereof.</p> <p><i>i</i> The proxy need not be a member of the Company but must attend the Meeting in person to represent you.</p> <p><i>j</i> Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish.</p> |
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