



中国重汽
SINOTRUK

SINOTRUK (HONG KONG) LIMITED

中國重汽(香港)有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 3808)

ANNUAL GENERAL MEETING ON MONDAY, 29 JUNE 2020

REVISED FORM OF PROXY

I/We¹ _____

of _____

being the registered holder(s) of² _____

ordinary shares (the "Shares") of Sinotruk (Hong Kong) Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING³,

or _____

of _____

as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting (the "Meeting") of the Company to be held at 10:00 a.m. on Monday, 29 June 2020 at Rooms 1-5, 27/F, The Park Lane Hong Kong, 310 Gloucester Road, Causeway Bay, Hong Kong (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries, the report of the directors of the Company (the "Director") and the report of the independent auditor of the Company for the year ended 31 December 2019		
2.	To declare a final dividend of either HK\$0.39 or RMB0.36 per share of the Company for the year ended 31 December 2019		
3.	A. To re-elect Mr. Liu Wei, a retiring Director, as an executive Director		
	B. To re-elect Mr. Richard von Braunschweig, a retiring Director, as an executive Director		
	C. To re-elect Mr. Liu Zhengtao, a retiring Director, as an executive Director		
	D. To re-elect Ms. Qu Hongkun, a retiring Director, as an executive Director		
	E. To re-elect Mr. Yang Weicheng, a retiring Director, as an independent non-executive Director		
	F. To re-elect Mr. Liang Qing, a retiring Director, as an independent non-executive Director		
	G. To authorise the board of Directors to fix the remuneration of the Directors		
4.	To appoint Deloitte Touche Tohmatsu as the independent auditor of the Company for the financial year ending 31 December 2020 and to authorise the board of Directors to fix its remuneration.	Withdrawn	
5.	To appoint Ernst & Young as the independent auditor of the Company for the financial year ending 31 December 2020 and to authorise the board of Directors to fix its remuneration.		

Signature⁵ _____

Date _____

Notes:

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
- 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 Shares registered in your name(s).
- A member of the Company entitled to attend and vote at the Meeting may appoint one or more proxies to attend and vote instead of him/her and that a proxy need not also be a member of the Company. If any proxy other than the chairman of the Meeting is preferred, strike out "THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT:** If you wish to vote for a resolution, tick in the box marked "For". If you wish to vote against a resolution, tick in the box marked "Against".
If only part of the shareholding is to be voted, please state the relevant number of Shares under the column "For" or "Against". If no direction is given, your proxy may vote at his/her discretion or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than referred to the notice convening the Meeting.
- This revised 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, attorney or other person duly authorised to sign the same.
- In order to be valid, this revised form of proxy together with the notarially certified power of attorney (if any) or other authorisation (if any) under which it is signed, must be lodged with the Company's share registrar (the "Share Registrar"), Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting (the "Closing Time").
- In the case of joint registered holders of any Shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holders.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.
- A Shareholder who has not yet lodged the proxy form (the "Initial Proxy Form") despatched with the circular of the Company dated 29 April 2020 with the Share Registrar is requested to lodge this revised proxy form with the instructions printed thereon if the Shareholder wishes to appoint proxy/proxies to attend the Meeting on his/her/its behalf. In this case, the Initial Proxy Form should not be lodged with the Share Registrar.
- A Shareholder who has already lodged the Initial Proxy Form with the Share Registrar should note that: (i) if no revised proxy form is lodged with the Share Registrar, the Initial Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the proposed resolution number 5 as set out in the supplemental notice of the Meeting, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution as he/she thinks fit; or (ii) if the Revised Proxy Form is lodged with the Share Registrar before the Closing Time, the Revised Proxy Form will revoke and supersede the Initial Proxy Form previously lodged by the Shareholder. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed; or (iii) if the Revised Proxy Form is lodged with the Share Registrar after the Closing Time, the Revised Proxy Form will be deemed invalid. The Initial Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the proposed resolution number 5 as set out in the supplemental notice of the Meeting, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution as he/she thinks fit. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form before the Closing Time. If such Shareholders wish to vote at the Meeting, they will have to attend in person and vote at the Meeting themselves.