



# 首創置業股份有限公司

## BEIJING CAPITAL LAND LTD.

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

(Stock Code: 2868)

### Proxy Form for Extraordinary General Meeting to be held on 16 December 2016 (or at any adjournment thereof)

No. of shares to which this Proxy relates <sup>1</sup>	
Type of shares (domestic shares or non-H foreign shares or H shares of the Company) to which this Proxy relates <sup>1</sup>	

I/We<sup>2</sup> \_\_\_\_\_  
(of \_\_\_\_\_)  
being the registered holder(s) of domestic share(s)/non-H foreign share(s)/H share(s)<sup>3</sup> of Beijing Capital Land Ltd. (the "Company") HEREBY APPOINT the Chairman of the Extraordinary General Meeting of the Company or<sup>4</sup> \_\_\_\_\_  
(of \_\_\_\_\_)  
as my/our proxy at the Extraordinary General Meeting of the Company (or at any adjournment thereof) (the "EGM") to be held at F17, Red Goldage, No. 2, Guang Ning Bo Street, Beijing, the People's Republic of China on Friday, 16 December 2016 at 9:00 a.m. for the purpose of considering and, if thought fit, passing the resolution as set out in the Notice of EGM dated 30 November 2016 and at the EGM to vote on my/our behalf in respect of the special resolutions as directed below:

Special Resolutions		For <sup>5</sup>	Against <sup>5</sup>
1	To individually approve the proposed arrangements in respect of domestic corporate bonds in the PRC (such arrangements are subject to the conditions of the PRC bond market and capital needs of the Company)		
2	To approve and generally and unconditionally authorize the directors of the Company to handle all matters relating to the issue of domestic corporate bonds		
3	To approve measures to be implemented by the Company in the event of expected inability to repay the principal or interests of the domestic corporate bonds as scheduled or the Company is unable to repay		

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2016.

Signature(s) \_\_\_\_\_  
Holder(s) of domestic shares  
or non-H foreign shares or H shares

**Notes:**

- Please insert the number of domestic shares or non-H foreign shares or H shares relating to this proxy form. If no number is inserted, this proxy form will be deemed to relate to all such shares in the capital of the Company registered in your name(s).
- Please insert full name(s) (in Chinese and English) and registered address(es) (as shown in the register of members of the Company) in **BLOCK LETTERS**.
- Please delete as appropriate.
- A proxy need not be a member of the Company. A holder of domestic shares or non-H foreign shares or H shares is entitled to appoint a proxy to attend and vote in his/her stead. If such an appointment is made, you may delete the words "the Chairman of the Extraordinary General Meeting of the Company or" and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- Please indicate with a "✓" in the appropriate space how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any such indication, the proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the Notice of Extraordinary General Meeting.
- In the case of joint holders, the vote of the senior who tenders as vote, whether in person or by proxy or by representative, will be accepted to the execution of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of corporation, must be under its common seal or under the hand of an officer or attorney duly authorised. If the proxy form is signed by your attorney, the written authorization or other authorization documents of such attorney should be notarized.
- In order to be valid, for holders of domestic shares or non-H foreign shares, the written authorization or authorization documents which have been notarized, if any, together with this completed proxy form must be delivered to the Company's place of business in the PRC 24 hours before the time of the holding of the EGM. In order to be valid, for holders of H shares, the above documents must be delivered to the place of business of the Company in Hong Kong or the H Share registrar of the Company within the same period. The H Share registrar of the Company is Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17 Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
- Completion and delivery of the proxy form will not preclude you from attending and voting at the EGM if you so wish.
- The description of the resolution is by way of summary only. The full text appears in the Notice of Extraordinary General Meeting dated 30 November 2016.