



# CAPINFO COMPANY LIMITED\*

## 首都信息發展股份有限公司

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

(Stock Code: 8157)

### AMENDED FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON 20 JUNE 2008

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ share(s) (Note 2) of RMB0.10  
each in the capital of Capinfo Company Limited (the "Company"), **HEREBY APPOINT** the Chairman of the Meeting  
or (Note 3) \_\_\_\_\_  
of \_\_\_\_\_  
or failing him \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy/proxies to attend the EGM of the Company to be held at Conference Room, 12th Floor, Quantum Silver Plaza, 23 Zhichun Road, Haidian District, Beijing, The People's Republic of China on Friday, 20 June 2008 at 10:00 a.m. and any adjournment thereof for the purposes of considering and, if thought fit, to approve the resolutions set forth in the notice dated 5 May 2008 for convening the EGM and in the amended Notice of EGM dated 5 June 2008, and to vote at the Meeting of the Company and at any adjournment thereof on my/our behalf in respect of the Resolutions as directed below:

ORDINARY RESOLUTION (Note 5)	FOR (Note 4)	AGAINST (Note 4)
To approve the non-exempt continuing connected transactions in relation to the provision of dedicated circuit leasing service by CNC Beijing Communication Corporation to the Company pursuant to the renewal agreement dated 22 April 2008 and the respective cap amount for the six months ending 31 December 2008 and the year ending 31 December 2009 as set out in the Notice of EGM dated 5 May 2008.		
SPECIAL RESOLUTION (Note 5)	FOR (Note 4)	AGAINST (Note 4)
To approve the special resolution set out in the amended Notice of EGM dated 5 June 2008 in relation to the proposed amendments to the Articles of Association of the Company and to authorise the board of directors of the Company to take any necessary actions required under PRC laws and regulations to effect the alterations to the Articles of Association of the Company including registration of the amended Articles of Association of the Company.		
ORDINARY RESOLUTION (Note 5)	FOR (Note 4)	AGAINST (Note 4)
To approved the ordinary resolution set out in the amended Notice of the EGM dated 5 June 2008 in relation to the appointment of Ms GAO Yuanjun as Supervisor.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2008 Shareholder's signature (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). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote (on show of hand and on a poll if a proxy is appointed, however, if more than one proxy is appointed, by poll only) on his behalf. A proxy need not be a member of the Company. If any proxy other than the Chairman is preferred, strike out "the Chairman of the Meeting or" herein inserted and insert the name(s) and address(es) of the proxy/proxies 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 ANY RESOLUTIONS, TICK "✓" THE APPROPRIATE BOXES MARKED "FOR"; IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK "✓" THE APPROPRIATE BOXES MARKED "AGAINST".** Each share carries the right of one vote. On a poll taken at the Meeting, a shareholder (including his proxy/proxies) entitled to two or more votes need not cast all his votes in the same way. Failure to complete any or all the boxes will entitle your proxy to vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the same Meeting other than those referred to in the Notice convening the Meeting.
- Special Resolution shall be passed by an affirmative vote of more than two-thirds of the Company's total voting shares held by the shareholders who are present at the same meeting (including proxies). Ordinary Resolution shall be passed by an affirmative vote of more than half of the Company's total voting shares being held by the shareholders present at the general meeting (including proxies).
- 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. Only one of the joint holders needs to sign.
- In the case of joint holders, 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 the other joint holder(s). For this purpose, seniority shall be determined by the order in which the names stand in the Register of Shareholders in respect of the joint holding.
- To be valid, this form of proxy, together with any power of attorney (if any) or other authority (if any) which it is signed or a notarially certified copy thereof, must be deposited at the branch share registrar of the Company in Hong Kong at Hong Kong Registrars Limited of Rooms 1806-7, 18F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H shares) or the Company's registered office at 12th Floor, Quantum Silver Plaza, 23 Zhichun Road, Haidian District, Beijing (for Domestic Shares) not less than 24 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the same Meeting of the Company if you so wish.
- The H shares register of shareholders of the Company will be closed from Tuesday, 20 May 2008 to Thursday, 19 June 2008 (both days inclusive), during which no transfer of H Shares will be effected. The holders of Shares whose names appear on the register of shareholders of the Company at 4:30 p.m. on Monday, 19 May 2008 will be entitled to attend and vote at the Meeting.
- Voting for the ordinary/special resolutions set out in the notice will be taken by poll.

\* For identification purposes only