



浙江滬杭甬高速公路股份有限公司
ZHEJIANG EXPRESSWAY CO., LTD.

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
 (Stock Code: 0576)

Proxy Form for 2007 Annual General Meeting

Number of Shares related to this proxy form <i>(note 1)</i>	H Shares/Domestic Shares*
---	---------------------------

I (We)^{*(note 2)*} _____
 of _____
 being the holder(s) of ^{*(note 1)*} _____ H Share(s)/Domestic Share(s)* of Zhejiang Expressway Co.,
 Ltd.(the "Company"), now appoint ^{*(note 3)*} _____ (I.D. No.: _____
 of _____)
 the Chairman of the meeting as my (our) proxy, to attend and vote on my (our) behalf in respect of the resolutions in accordance with the instruction(s) below at the 2007 annual general meeting of the Company (the "AGM") to be held at 9:00a.m. on Thursday, May 15, 2008 at 12/F, Block A, Dragon Century Plaza, 1 Hangda Road, Hangzhou, Zhejiang Province, the People's Republic of China (the "PRC"), for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the AGM. In the absence of any indication, the proxy may vote for or against the resolutions at his own discretion ^{*(note 4)*}.

Ordinary Resolutions:	For^{<i>(note 4)</i>}	Against^{<i>(note 4)</i>}
1. To consider and approve the report of the directors for the year 2007;		
2. To consider and approve the report of the supervisory committee for the year 2007;		
3. To consider and approve the audited financial statements for the year 2007;		
4. To consider and approve a final dividend of Rmb24 cents per share in respect of the year ended December 31, 2007;		
5. To consider and approve the final report for the year 2007 and the financial budget for the year 2008;		
6. To consider and approve the re-appointment of Deloitte Touche Tohmatsu Certified Public Accountants Hong Kong as the Hong Kong auditors of the Company, and authorize the board of directors of the Company to fix their remuneration; and		
7. To consider and approve the re-appointment of Zhejiang Pan China Certified Public Accountants as the PRC auditors of the Company, and authorize the board of directors of the Company to fix their remuneration.		

Date: _____, 2008 Signature: _____ ^{*(note 5)*}

Notes:

- Please insert the number of share(s) registered in your name(s) relating to this form of proxy. If no number is inserted, this form of proxy will be deemed to relate to all of the shares in the capital of the Company registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK LETTERS**.
- Please insert the name and address of your proxy. If this is left blank, the chairman of the AGM will act as your proxy. Proxies may not be member(s) of the Company and may be appointed to attend and vote in the AGM provided that such proxies must attend the AGM in person on your behalf. Any alteration made to this proxy form must be signed by the signatory.
- Please insert the number of share(s) you wish to vote for or against the resolution in the appropriate boxes. In the absence of any such indication, the proxy may vote or abstain from voting at his discretion.
- This form of proxy must be signed under hand by you or your attorney duly authorized in that behalf. If the appointor is a corporation, this form must be affixed with its common seal or signed by its director(s) or duly authorized representative(s).
- This form of proxy together with the power of attorney or any other authorization document(s) which have been notarized, must be delivered, in the case of a holder of domestic share(s), to the Company at 12/F, Block A, Dragon Century Plaza, 1 Hangda Road, Hangzhou, Zhejiang Province, 310007, the PRC and in the case of a holder of H share(s), to Hong Kong Registrars Limited at Rooms 1806-1807, 18/F, Hopewell Center, 183 Queen's Road East, Hong Kong, at least 24 hours before the time designated for the holding of the AGM.

* Please delete as appropriate.