



**中國交通建設股份有限公司**  
**CHINA COMMUNICATIONS CONSTRUCTION COMPANY LIMITED**

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

(Stock Code: 1800)

**FORM OF PROXY FOR 2023 THIRD EXTRAORDINARY GENERAL MEETING**

Number of shares to which this form of proxy relates <sup>(Note 1)</sup> \_\_\_\_\_  
I/We <sup>(Note 2)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 3)</sup> \_\_\_\_\_ H shares in the share capital of  
China Communications Construction Company Limited (the "Company") HEREBY APPOINT the Chairman of the meeting  
or <sup>(Note 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy/proxies: (a) to act for me/us at the 2023 third extraordinary general meeting of the Company to be held at CCCC Building, 85 De Sheng Men  
Wai Street, Xicheng District, Beijing, China at 2:00 p.m. on Friday, 30 June 2023 (or at any adjournment thereof) (the "Meeting") for the purpose of  
considering and, if thought fit, passing the resolutions as set out in the notice of the Meeting (the "Resolutions"); and (b) at the Meeting to vote for me/us and  
in my/our name(s) in respect of the Resolutions as hereunder indicated or, if no such indication is given, as my/our voting proxy thinks fit.

	<b>Special Resolutions</b>	<b>FOR</b> <sup>(Note 5)</sup>	<b>AGAINST</b> <sup>(Note 5)</sup>	<b>ABSTAIN</b> <sup>(Note 5)</sup>
1.	To consider and approve the resolution on the grant of a general mandate to the Board to allot, issue and/or deal with new Shares.			
2.	To consider and approve the issuance plan for Preference Shares to be issued in the PRC:			
	(i) type and number of the Preference Shares to be issued;			
	(ii) method of issuance, target investors or scope of target investors and placing plan to existing Shareholders, and whether or not to issue in multiple tranches;			
	(iii) par value, issuance price or pricing principles;			
	(iv) dividend rate and the principles for determination thereof;			
	(v) method of participation in profit distribution for the Preference Shareholders;			
	(vi) redemption clauses;			
	(vii) voting right restriction and restoration;			
	(viii) sequence of settlement and method of liquidation;			
	(ix) credit rating and follow-up rating arrangement;			
	(x) method and target of guarantee;			
	(xi) listing or transfer arrangement upon issuance of the Preference Shares;			
	(xii) uses of proceeds; and			
	(xiii) validity period of the resolution in relation to the Proposed Issuance.			
	<b>Ordinary Resolution</b>	<b>FOR</b> <sup>(Note 5)</sup>	<b>AGAINST</b> <sup>(Note 5)</sup>	<b>ABSTAIN</b> <sup>(Note 5)</sup>
3.	To consider and approve the resolution on the Company's satisfaction of the conditions for the issuance of Preference Shares to specific subscribers.			
	<b>Special Resolutions</b>	<b>FOR</b> <sup>(Note 5)</sup>	<b>AGAINST</b> <sup>(Note 5)</sup>	<b>ABSTAIN</b> <sup>(Note 5)</sup>
4.	To consider and approve the resolution on the preliminary plan for the issuance of Preference Shares to specific subscribers (revised).			
5.	To consider and approve the resolution on the feasibility report of the use of proceeds (revised).			
6.	To consider and approve the resolution on the dilution of current return, remedial measures and commitments of the relevant parties of the issuance of Preference Shares to specific subscribers.			
	<b>Ordinary Resolutions</b>	<b>FOR</b> <sup>(Note 5)</sup>	<b>AGAINST</b> <sup>(Note 5)</sup>	<b>ABSTAIN</b> <sup>(Note 5)</sup>
7.	To consider and approve the resolution on the statement on the exemption from the preparation of a report on the use of the previous proceeds.			
8.	To consider and approve the resolution on the Shareholders' return plan for the next three years (2023–2025).			
	<b>Special Resolutions</b>	<b>FOR</b> <sup>(Note 5)</sup>	<b>AGAINST</b> <sup>(Note 5)</sup>	<b>ABSTAIN</b> <sup>(Note 5)</sup>
9.	To consider and approve the resolution on the proposed amendments to the Articles of Association.			
10.	To consider and approve the resolution on the proposed authorization to the Board and its authorized persons to exercise full powers to deal with matters relating to the issuance of Preference Shares to specific subscribers.			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature <sup>(Note 6)</sup>: \_\_\_\_\_

*Notes:*

1. Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
3. Please insert the total number of shares registered in your name(s).
4. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies of his own choice to attend and vote instead of him. A proxy need not be a member of the Company. If any proxy other than the Chairman of the Meeting is preferred, please strike out the words "the Chairman of the meeting or" and insert the name(s) and address(es) of the proxy/proxies desired in the space provided. In the event that two or more persons (other than the Chairman of the Meeting) are named as proxies and the words "the Chairman of the meeting or" are not deleted, those words and references shall be deemed to have been deleted. If you appoint more than one proxy, the voting rights may only be exercised by way of poll.
5. **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 YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED "ABSTAIN"**. If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Unless you have indicated otherwise in this form, 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 of the Meeting. A tick in the relevant box indicates that the votes attached to all the shares that this form relates will be cast accordingly.
6. 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 seal or under the hand of a director or attorney duly authorised. If this form of proxy is signed by your attorney, the power of attorney or other document of authorisation must be notarised.
7. In order to be valid, this form of proxy, together with the notarised copy of the power of attorney or other document of authorisation (if any) under which it is signed, for holders of H shares, must be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours prior to the time for holding the Meeting (i.e. prior to 2:00 p.m. on Thursday, 29 June 2023).
8. Completion and delivery of a form of proxy will not preclude you from attending and/or voting at the Meeting (or any adjournment thereof) if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
9. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
10. In the case of joint registered holders of any shares, any one of such joint registered holders may vote at the Meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto. However, if more than one of such joint registered holders is present at the Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the Register of Members and who tenders a vote, will be accepted to the exclusion of the votes of the other joint holder(s).