



# 中国铁建

## CRCC High-Tech Equipment Corporation Limited

### 中國鐵建高新裝備股份有限公司

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

(Stock code: 1786)

#### FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 28 JUNE 2019

No. of shares to which this form of proxy relates <sup>(Note 1)</sup>	
Type of shares (domestic shares or H shares) to which this form of proxy relates <sup>(Note 2)</sup>	

I/We<sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the shareholder(s) of CRCC High-Tech Equipment Corporation Limited (the "Company") hereby appoint the Chairman of the Meeting<sup>(Note 4)</sup>  
or \_\_\_\_\_  
of \_\_\_\_\_<sup>(Note 4)</sup>  
as my/our proxy to attend and vote for me/us and on my/our behalf at the 2018 annual general meeting (the "Meeting" or "AGM") of the Company to be held at the office building of the Company at No. 384, Yangfangwang, Jinma Town, Kunming City, Yunnan Province, the People's Republic of China (the "PRC") at 9:00 a.m. on Friday, 28 June 2019 and at any adjournment thereof as hereunder indicated in respect of the resolutions set out in the notice of 2018 annual general meeting of the Company dated 10 May 2019 (the "AGM Notice"), and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
1.	To consider and approve the 2018 annual report and annual results for the year ended 31 December 2018 of the Company.			
2.	To consider and approve the report of the board (the "Board") of directors of the Company ("Directors") for the year ended 31 December 2018. (Please refer to the "Directors' Report" in the 2018 annual report of the Company for details.)			
3.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2018. (Please refer to the "Supervisory Committee's Report" in the 2018 annual report of the Company for details.)			
4.	To consider and approve the audited financial statements of the Company for the year ended 31 December 2018. (Please refer to the audited financial statements in the 2018 annual report of the Company for details.)			
5.	To consider and approve the profits distribution plan of the Company for the year ended 31 December 2018. (The full text will be set out in the circular to be despatched to the shareholders of the Company in due course.)			
6.	To consider and approve the remuneration standards of the directors and supervisors of the Company for 2018. (Please refer to the "Notes to the Consolidated Financial Statements" in the 2018 annual report of the Company for details.)			
7.	To consider and approve the payment of audit fees for 2018 and the appointment of auditors for the year ending 31 December 2019 and the authorization to the Board to fix the remuneration thereof.			
8.	To consider and approve: (1) the entering into of the financial services framework agreement dated 26 April 2019 between the Company and CRCC Finance Company Limited, the transactions contemplated thereunder and the proposed maximum daily balance of the deposits; and (2) any one of the Directors be and is hereby authorized to do, approve and transact all such acts and things as the Director may in his/her discretion consider necessary or desirable in connection therewith. (The full text will be set out in the circular to be despatched to the shareholders of the Company in due course.)			
9.	To consider and approve: (1) the entering into of the machinery equipment and accessories sales framework agreement dated 26 April 2019 between the Company and China Railway Construction Corporation Limited, the transactions contemplated thereunder and the proposed annual caps; and (2) any one of the Directors be and is hereby authorized to do, approve and transact all such acts and things as the Director may in his/her discretion consider necessary or desirable in connection therewith. (The full text will be set out in the circular to be despatched to the shareholders of the Company in due course.)			
SPECIAL RESOLUTION		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
10.	To consider and approve the resolution in relation to the proposed amendments to the Articles of Association of the Company.			

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

Date: \_\_\_\_\_

#### Notes:

- Important:** You shall refer to the 2018 annual report of the Company and the circular to be despatched to the shareholders of the Company in due course before appointing a proxy.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the issued share capital of the Company registered in your name(s).
  - Please also insert the type of shares (domestic shares or H shares) to which this form of proxy relates.
  - Please insert the full name(s) (in Chinese or in English, as shown in the register of members of the Company) and registered address(es) in BLOCK CAPITALS.
  - If any proxy other than the chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend the Meeting and vote in his stead. A proxy need not be a shareholder of the Company. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALED BY THE PERSON(S) WHO SIGN(S) IT.
  - IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM ANY RESOLUTION, TICK IN THE BOX MARKED "ABSTAIN", AND YOUR VOTES WILL BE COUNTED FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION.** Failure to tick the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the AGM Notice.
  - This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a legal person, must either be executed under its seal or under the hand of a legal representative or other attorney duly authorized to sign the same. If this form of proxy is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization, must be notarially certified.
  - Where there are joint registered holders of any share of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, then one of the persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
  - To be valid, for holders of domestic shares of the Company, this form of proxy, together with the notarially certified power of attorney or other document of authorization, must be delivered to the office of the Board at No. 384, Yangfangwang, Jinma Town, Kunming City, Yunnan Province, the PRC, not less than 24 hours before the time appointed for the Meeting (i.e. 9:00 a.m. on Thursday, 27 June 2019). To be valid, for holders of H shares, the above documents must be delivered to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong within the same period.