



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 2017 First Extraordinary General Meeting

Number of shares to which this form of proxy relates^(Note 1) _____

I/We^(Note 2) _____

of _____

being the registered holder(s) of^(Note 3) _____ H shares in the share capital of China Communications Construction Company Limited (the “**Company**”) HEREBY APPOINT the Chairman of the meeting or^(Note 4) _____

of _____

as my/our proxy/proxies: (a) to act for me/us at the 2017 first 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 Tuesday, 26 September 2017 (or at any adjournment thereof) (the “**Meeting**”) for the purpose of considering and, if thought fit, passing the resolution as set out in the notice of the Meeting (the “**Resolution**”); and (b) at the Meeting to vote for me/us and in my/our name(s) in respect of the Resolution as hereunder indicated or, if no such indication is given, as my/our voting proxy thinks fit.

ORDINARY RESOLUTION		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	<p>To consider and approve the transactions in relation to the proposed disposals of shares in Shanghai Zhenhua Heavy Industries Co., Ltd. (“ZPMC”) by the Company to China Communications Construction Group (Limited) (“CCCCG”), by Zhen Hua Engineering Company Limited (“Zhen Hua HK”) to the wholly-owned subsidiary intended to be set up overseas by CCCC (the “CCCCG intended subsidiary”), and by Zhen Hwa Harbour Construction Company Limited (“Zhen Hwa Macao”) to the CCCC intended subsidiary, respectively, details of which are described in the circular of the Company dated 11 August 2017:</p> <p>“THAT the equity transfer agreements dated 18 July 2017 entered into by the Company with CCCC, by Zhen Hua HK with the CCCC intended subsidiary, and by Zhen Hwa Macao with the CCCC intended subsidiary, respectively, be and are hereby authorised, approved and ratified; the disposals of shares in ZPMC by the Company to CCCC, by Zhen Hua HK to the CCCC intended subsidiary, and by Zhen Hwa Macao to the CCCC intended subsidiary, respectively, under such equity transfer agreements be and are hereby authorised and approved; and the board of directors of the Company (the “Board”) be and is hereby authorised to exercise all the powers of the Company to deal with all things, including but not limited to, signing, amending, supplementing, submitting, reporting and organizing the execution of all agreements and documents in connection with the proposed disposals; and such authorization to the Board be and is hereby further granted to and exercised by Mr. LIU Qitao, chairman of the Board, with effect from the date on which such granting was considered and approved at the EGM.”</p>			

Dated this _____ day of _____ 2017

Signature^(Note 6) _____

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 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 THE RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE 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.
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 INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
10. In the case of joint holders of any share, any one of such joint 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 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, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).