

## 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)

## SECOND SUPPLEMENTAL FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING

Number of shares to which this second supplemental form of proxy relates (Note 1)

I/We (Note 2)

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 <sup>(Note 4)</sup>

of

as my/our proxy/proxies: (a) to act for me/us at the extraordinary general meeting of the Company as originally scheduled to be held at CCCC Building, 85 De Sheng Men Wai Street, Xicheng District, Beijing, China at 2:00 p.m. on Tuesday, 20 November 2018 (or at any adjournment thereof) (the *Meeting*) for the purpose of considering and, if thought fit, passing the resolutions as set out in the supplemental notice of the Meeting dated 1 November 2018 (*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.

	Ordinary Resolution	FOR (Note 5)	AGAINST (Note 5)	ABSTAIN (Note 5)
10.	To consider and approve the connected transaction in relation to the possible subscription for A share convertible bonds by China Communications Construction Group (Limited);			
	Special Resolution	FOR (Note 5)	AGAINST (Note 5)	ABSTAIN (Note 5)
11.	To consider and approve the proposal to general meeting to authorize the board of directors of the Company or its authorized persons to manage the matters relating to the proposed issuance of A share convertible bonds; and			
	Ordinary Resolution	FOR (Note 5)	AGAINST (Note 5)	ABSTAIN (Note 5)
12.	To consider and approve the election of Mr. Song Hailiang as an executive director of the Company.			

Dated this	day of	2018	Signature (Note 6)
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Notes:

## 9. ANY ALTERATION MADE TO THIS SECOND SUPPLEMENTAL 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 registered 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 registered holder(s).

11. This form of proxy is the second supplemental form of proxy for the purpose of the supplemental resolutions set out in the Supplemental Notice of the Extraordinary General Meeting dated 1 November 2018 and only serves as a supplement to the original and supplemental forms of proxy for the Meeting.

- 12. This second supplemental form of proxy will not affect the validity of any form of proxy duly completed and delivered by you in respect of the resolutions set out in the Notice and Supplemental form of proxy duly completed and delivered by you in respectively. If you have validly appointed a proxy to attend and act for you at the Meeting but do not complete and deliver this second supplemental form of proxy, your proxy will be entitled to vote at his discretion on the resolutions set out in the Supplemental Notice of the Extraordinary General Meeting dated 1 November 2018. If you do not complete and deliver this second supplemental form of proxy and validly appointed a proxy to attend and act for you at the Meeting but do not complete and delivered this second supplemental form of proxy and validly appointed a proxy to attend and act for you at the Meeting but have completed and delivered this second supplemental form of proxy and validly appointed a proxy to attend and act for you at the Meeting, your proxy will be entitled to vote at the discretion on the resolutions set out in the Notice and Supplemental form of proxy and validly appointed a proxy to attend and act for you at the Meeting, your proxy will be entitled to vote at the discretion on the resolutions set out in the Notice and Supplement Notice of the Extraordinary General Meeting dated 28 September 2018 and 19 October 2018, respectively.
- 13. If the proxy being appointed to attend the Meeting under this second supplemental forms of proxy is different from the proxy appointed under the original and supplemental forms of proxy and the proxies attended the Meeting, the proxy validly appointed under the original form of proxy shall be designated to vote at the Meeting.

<sup>1.</sup> Please insert the number of shares registered in your name(s) to which this second supplemental proxy form relates. If no number is inserted, this second supplemental form of proxy will be deemed to relate to all shares registered in your name(s).

<sup>2.</sup> Full name(s) and address(es) to be inserted in BLOCK CAPITALS.

<sup>3.</sup> Please insert the total number of shares registered in your name(s).

<sup>4.</sup> 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.

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 Extraordinary General Meeting and Supplemental Notices of the Extraordinary General Meeting. A tick in the relevant box indicates that the votes attached to all the shares that this form relates will be cast accordingly.

<sup>6.</sup> This second supplemental 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 second supplemental form of proxy is signed by your attorney, the power of attorney or other document of authorisation must be notarised.

<sup>7.</sup> In order to be valid, this second supplemental 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 Monday, 19 November 2018).

<sup>8.</sup> 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.