



# China International Capital Corporation Limited

## 中國國際金融股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock Code: 03908)

### SUPPLEMENTAL PROXY FORM FOR 2019 SECOND EXTRAORDINARY GENERAL MEETING

Number of shares to which this  
supplemental proxy form relates <sup>(Note 3)</sup>

I/We <sup>(Note 2)</sup> \_\_\_\_\_  
of <sup>(Note 2)</sup> \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_ Domestic Shares/ \_\_\_\_\_ H Shares <sup>(Note 3)</sup>  
of China International Capital Corporation Limited (the "Company"), hereby appoint the Chairman of the EGM  
or \_\_\_\_\_

of \_\_\_\_\_ <sup>(Note 4)</sup>  
as my/our proxy to attend and vote for me/us and on my/our behalf at the second extraordinary general meeting of 2019 (the "EGM")  
to be held at Conference Room 2601, 26th Floor, China World Office 2, 1 Jianguomenwai Avenue, Chaoyang District, Beijing, the PRC  
on Monday, December 30, 2019 at 9:30 a.m. or at any adjournment thereof for the purpose of considering and passing the resolution set  
out in the supplemental circular of the Company dated December 11, 2019 (the "Supplemental Circular") and the supplemental notice  
of the Company dated December 11, 2019 (the "Supplemental Notice") and to vote on behalf of me/us at the EGM (or any adjournment  
thereof) as indicated hereunder in respect of the following resolution. In the absence of any indication, my/our proxy may vote at his/her  
own discretion.

|    | Special Resolution  | For <sup>(Note 5)</sup> | Against <sup>(Note 5)</sup> | Abstain <sup>(Note 5)</sup> |
|----|---|-------------------------|-----------------------------|-----------------------------|
| 2. | To consider and approve the further amendment to the Articles of Association. |                         |                             |                             |

Date: \_\_\_\_\_ Signature <sup>(Notes 6, 7 and 8)</sup> : \_\_\_\_\_

#### Notes:

- This supplemental proxy form (the "Supplemental Proxy Form") is the supplemental form of proxy for the purpose of the additional resolution set out in the Supplemental Notice of the Company dated December 11, 2019 and only serves as a supplement to the form of proxy for the EGM issued by the Company on November 15, 2019 (the "First Proxy Form"). This Supplemental Proxy Form will not affect the validity of any First Proxy Form duly completed and lodged. For the avoidance of doubt, if you have properly completed and submitted only the First Proxy Form in accordance with the instructions set out therein, the appointed proxy will vote on the resolution set out in the First Proxy Form per your direction and he/she is entitled to vote or abstain at his/her discretion on the additional resolution set out in this Supplemental Proxy Form. Similarly, if you have properly completed and submitted only this Supplemental Proxy Form in accordance with the instructions set out herein, the appointed proxy will vote on the resolution set out in the First Proxy Form per your direction and he/she is entitled to vote or abstain at his/her discretion on the resolution set out in the First Proxy Form. If you wish to provide specific direction to your proxy regarding the voting of both resolutions set out in the First Proxy Form and this Supplemental Proxy Form, you should duly completed and submit both the First Proxy Form and this Supplemental Proxy Form in accordance with the instructions set out therein respectively.
- Please insert the full name(s) and address(es) (as shown in the register of the members) in **BLOCK CAPITALS**. The name of all joint registered holders should be stated.
- Please delete as appropriate and insert the number of shares in the Company registered in your name(s) and to which this Supplemental Proxy Form relates. If no number is inserted, this supplemental form will be deemed to relate to all the shares in the capital of the Company registered in your name(s) (whether alone or jointly with others).
- If any proxy other than the Chairman of the EGM is preferred, delete the words "the Chairman of the EGM" and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS SUPPLEMENTAL PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, PLEASE PLACE A "✓" IN THE BOX MARKED "ABSTAIN".** If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy is entitled to vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy is entitled, in relation to that particular proposed resolution, to vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those set out in the notice and the Supplemental Notice of the EGM. The shares abstained will be counted in the calculation of the required majority.
- This Supplemental Proxy Form 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 seal or under the hand of legal representative or an attorney duly authorized to sign the same. If this Supplemental Proxy Form is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization, must be notarized.
- Where there are joint holders of any shares, the one whose name stands first in the register of members shall alone be entitled to attend and vote at the EGM in respect of such shares.
- In order to be valid, this Supplemental Proxy Form together with any certified power of attorney or other documents of authorization (if any) must be deposited at (i) the Company's H Share registrar, Computershare Hong Kong Investors Services Limited at 17M/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares) or (ii) the registered office of the Company at 27th and 28th Floor, China World Office 2, 1 Jianguomenwai Avenue, Chaoyang District, Beijing, the PRC (for holders of Domestic Shares) not less than 24 hours before the time of the EGM (that is not later than 9:30 a.m. on Sunday, December 29, 2019 (Beijing time)) or any adjournment thereof.