



中鋁國際工程股份有限公司

China Aluminum International Engineering Corporation Limited

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

(Stock code: 2068)

FORM OF PROXY FOR THE
SECOND EXTRAORDINARY GENERAL MEETING IN 2023

No. and class of shares to which this form of proxy relates^(Note 1)

I/We^(Note 2) _____
of _____
being the holder(s) of _____ H Share(s)^(Note 3) of China Aluminum International Engineering Corporation Limited (the "Company"), hereby appoint the Chairman of the meeting, or^(Note 4) _____
of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the second extraordinary general meeting in 2023 of the Company ("EGM") to be held at Conference Room 312 of China Aluminum International Engineering Corporation Limited, Building C, No. 99, Xingshikou Road, Haidian District, Beijing, the PRC, at 9:30 a.m. on Thursday, 28 December 2023 or at any adjournment thereof as indicated hereunder in respect of the resolutions set out in the notice of EGM. In the absence of any indication, my/our proxy may vote at his/her own discretion.

SPECIAL RESOLUTION		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	To consider and approve the resolution on the amendments to the Articles of Association of China Aluminum International Engineering Corporation Limited			
ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
2.	To consider and approve the resolution on the amendments to the Procedure Rules for the Board of Directors of China Aluminum International Engineering Corporation Limited			
3.	To consider and approve the resolution on the amendments to the Working System for Independent Directors of China Aluminum International Engineering Corporation Limited			
4.	To consider and approve the resolution on the adjustments to the annual capital expenditure plan of the Company for 2023			
ORDINARY RESOLUTIONS (CUMULATIVE VOTING METHOD) ^(Note 10)		Voted by cumulative poll ^(Note 10) Please insert the number of votes		
5.	To consider and approve the resolution on the election of the non-independent Directors of the fourth session of the Board of the Company			
5.1	To consider and approve the resolution on the election of Ms. Zhao Hongmei as an executive Director of the fourth session of the Board of the Company			
5.2	To consider and approve the resolution on the election of Mr. Zhang Decheng as a non-executive Director of the fourth session of the Board of the Company			

Date: _____ 2023

Signature^(Note 6): _____

Notes:

1. Please insert the number and class of shares registered in your name(s) relating to this form of proxy. If the number and class are inserted, this form of proxy will be deemed to relate only to those shares. If the number and class are not inserted, the form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
2. Please insert the full name(s) (in Chinese or English) and address(es) as recorded on the register of members of the Company in **BLOCK LETTERS**.
3. Please insert the number of shares registered in your name(s). If no number and class of shares are completed, this form of proxy will be deemed to relate to all shares in the capital of the Company registered in your name(s).
4. If any proxy other than the Chairman of the meeting of the Company is preferred, please cross out the words "the Chairman of the meeting, or" and insert the name(s) and address(es) of the proxy(ies) desired in the spaces provided. A shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Any alteration made to this form of proxy must be initialed by the person who signs it.
5. Important: If you wish to vote for any resolution, please tick the appropriate box marked "FOR" or insert the relevant number of shares. If you wish to vote against any resolution, please tick the appropriate box marked "AGAINST" or insert the relevant number of shares. If you wish to abstain from voting on any resolution, please tick the appropriate box marked "ABSTAIN" or insert the relevant number of shares. Any abstaining from or waiver to vote shall be disregarded for the purpose of counting the votes for that resolution. If no direction is given, your proxy may vote at his/her own discretion.
6. This form of proxy must be signed by you, or your attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
7. In the case of joint holders of any shares, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto. However, if more than one of such joint holders are present at the meeting, either personally or by proxy, then the vote of the person, whose name stands first on the register of members in respect of such shares shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
8. If the form of proxy is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The form of proxy and the notarised power of attorney or other authorisation documents must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for shareholders of H Shares of the Company) not less than 24 hours prior to the holding of the EGM.
9. The EGM is expected to take less than half a day. Shareholders who attend the EGM shall be responsible for their own travel and accommodation expenses. Shareholders or their proxy(ies) shall show proof of identity when attending the EGM.
10. The cumulative voting method shall be adopted for the voting of Resolution No. 5. The cumulative voting method refers to the voting for the election of directors, independent directors or supervisors where each share is entitled to the same number of votes which equals to the total number of directors, independent directors or supervisors to be elected on a general meeting, and Shareholders may consolidate their voting rights when casting a vote. The cumulative voting method includes the regular voting method where Shareholders may cast their votes with partial or all voting rights.