



中國能源建設股份有限公司
CHINA ENERGY ENGINEERING CORPORATION LIMITED*
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 3996)

PROXY FORM
FOR THE ANNUAL GENERAL MEETING FOR THE YEAR 2023 TO BE
HELD ON THURSDAY, 20 JUNE 2024 AND ANY ADJOURNMENT THEREOF
(FOR H SHAREHOLDERS)

I/We ^(Note 1) _____
of ^(Note 2) _____
being the registered holder(s) of ^(Note 3) _____ H Shares
of RMB1.00 each in the share capital of China Energy Engineering Corporation Limited (the “Company”), hereby appoint the
Chairman of the meeting ^(Note 4) or _____
of _____
and/or _____
of _____

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the 2023 annual general meeting (the “AGM”) of the Company to be held at Room 2702, Building 1, No. 26A West Dawang Road, Chaoyang District, Beijing, the PRC on Thursday, 20 June 2024 at 9:00 a.m. and any adjournment thereof and to exercise all rights conferred on proxies under laws, regulations and the articles of association of the Company.

I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the meeting, and if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1	2023 annual report and its summary			
2	Work report of the Board for the year 2023			
3	Work report of the independent Directors for the year 2023			
4	Work report of the Board of Supervisors for the year 2023			
5	Remuneration plan for the Directors for the year 2024			
6	Remuneration plan for the Supervisors for the year 2024			
7	Standards on remuneration payment of the Directors for the year 2022			
8	Standards on remuneration payment of the Supervisors for the year 2022			
9	Final financial report for the year 2023			
10	Profit distribution plan for the year 2023			
11	Financial budget proposal for the year 2024			
12	External guarantees plan for the year 2024			
13	Re-appointment of the auditor for the year 2024			
14	Amendments to the working rules for independent non-executive Directors of the Company			
Special Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
15	General mandate to issue domestic and overseas debt financing instruments			
16	Amendments to the Articles of Association			

Signature ^(Note 6): _____

Date: _____ 2024

Notes:

- Please insert full name(s) in **BLOCK CAPITALS**.
- Please insert full address(es) in **BLOCK CAPITALS**.
- Please insert the number of H Shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all H Shares of the Company registered in your name(s).
- If a proxy other than the Chairman of the meeting is preferred, cross out the words “the Chairman of the meeting” and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. A member may appoint one or more proxies to attend and vote at the meeting in his stead. If no name is inserted, the Chairman of the meeting will act as your proxy. Any changes made to this proxy form must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE ABOVE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED “ABSTAIN”.** Any abstain vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any resolution properly put to the meeting other than those referred to in the Notice of AGM.
- This proxy form must be signed and dated by the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of its legal representative(s) or its directors or (a) person(s) authorized to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the meeting, either in person or by proxy.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and delivered to the H Share registrar of the Company, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by 9:00 a.m. on Wednesday, 19 June 2024.
- Completion and return of this proxy form do not affect your right to attend and vote at the meeting in person.
- A proxy needs not be a Shareholder of the Company but must attend the meeting in person to represent you.

* For identification purpose only