



株洲中车时代电气股份有限公司

ZHUZHOU CRRC TIMES ELECTRIC CO., LTD.

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

(Stock Code: 3898)

FORM OF PROXY FOR ANNUAL GENERAL MEETING FOR YEAR 2022 (OR ANY ADJOURNMENT THEREOF)

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

I/We ^(Note 2) _____

of _____

being the registered holder(s) of _____ H share(s) ^(Note 1) of Zhuzhou CRRC Times Electric Co., Ltd. (the "Company") HEREBY APPOINT ^(Note 3)

of _____

or failing him the Chairman of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting for year 2022 of the Company to be held at Room 301, Times Hotel, Times Road, Shifeng District, Zhuzhou, the People's Republic of China on Tuesday, 27 June 2023 at 2:00 p.m. ^(Note 4) (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the said meeting (the "Notice") as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the circular dated 2 June 2023 issued by the Company (the "Circular").

AS ORDINARY RESOLUTIONS ^(Note 8)		Voting		
		For ^(Note 5)	Against ^(Note 5)	Abstention ^(Note 5)
1.	To consider and approve the resolution on the Company's 2022 annual report and its summary.			
2.	To consider and approve the resolution on the Company's 2022 final accounts report.			
3.	To consider and approve the resolution on the 2022 work report of the board of directors of the Company.			
4.	To consider and approve the resolution on the 2022 work report of the supervisory committee of the Company.			
5.	To consider and approve the resolution on the 2022 profit distribution plan of the Company.			
6.	To consider and approve the resolution on the appointment of auditors for 2023.			
7.	To consider and approve the resolution on the 2023 bank credit lines applications.			
8.	To consider and approve the resolution on the remuneration of the directors of the Company for 2022.			
9.	To consider and approve the resolution on the remuneration of the supervisors of the Company for 2022.			
10.	To consider and approve the resolution on estimations on ordinary related party transactions for 2024-2026.			
11.	To consider and approve the resolution on the election of executive directors of the seventh session of the board of directors of the Company:	The resolution is voted on by cumulative voting (number of votes) ^(Note 6) A total of three executive directors to be elected		
11.1	To elect Mr. Li Donglin as an executive director of the seventh session of the board of directors of the Company;			
11.2	To elect Mr. Liu Ke'an as an executive director of the seventh session of the board of directors of the Company; and			
11.3	To elect Mr. Shang Jing as an executive director of the seventh session of the board of directors of the Company.			
12.	To consider and approve the resolution on the election of non-executive director of the seventh session of the board of directors of the Company:	The resolution is voted on by cumulative voting (number of votes) ^(Note 6) A total of one non-executive director to be elected		
12.1	To elect Mr. Zhang Xinning as the non-executive director of the seventh session of the board of directors of the Company.			

AS ORDINARY RESOLUTIONS ^(Note 8)		Voting		
13.	To consider and approve the resolution on the election of independent non-executive directors of the seventh session of the board of directors of the Company:	The resolution is voted on by cumulative voting (number of votes) ^(Note 6) A total of four independent non-executive directors to be elected		
13.1	To elect Mr. Gao Feng as an independent non-executive director of the seventh session of the board of directors of the Company;			
13.2	To elect Mr. Li Kaiguo as an independent non-executive director of the seventh session of the board of directors of the Company;			
13.3	To elect Mr. Zhong Ninghua as an independent non-executive director of the seventh session of the board of directors of the Company; and			
13.4	To elect Mr. Lam Siu Fung as an independent non-executive director of the seventh session of the board of directors of the Company.			
14.	To consider and approve the resolution on the election of shareholder representative supervisors of the seventh session of the supervisory committee of the Company:	The resolution is voted on by cumulative voting (number of votes) ^(Note 6) A total of two shareholder representative supervisors to be elected		
14.1	To elect Mr. Li Lue as a shareholder representative supervisor of the seventh session of the supervisory committee of the Company; and			
14.2	To elect Mr. Geng Jianxin as a shareholder representative supervisor of the seventh session of the supervisory committee of the Company.			
AS SPECIAL RESOLUTIONS ^(Note 8)		Voting		
		For ^(Note 5)	Against ^(Note 5)	Abstention ^(Note 5)
15.	To consider and approve the resolution on the grant of general mandate to the board of directors of the Company to issue additional A shares and/or H shares.			
16.	To consider and approve the resolution on the grant of general mandate to the board of directors of the Company to repurchase H shares.			

Date: _____, 2023

Signature(s): _____ ^(Note 7)

Holder(s) of H shares

Notes:

- Please insert the number of share(s) registered in your name(s) relating to this form of proxy of holders of H shares. If no number is inserted, this form of proxy of H shareholders will be deemed to relate to all of the shares in the capital of the Company registered in your name(s).
- Please insert full name(s) and address(es) as registered in the register of members (as shown on the H share register) in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the name and address of your proxy. If this is left blank, the Chairman of the meeting will act as your proxy. You may appoint one or more proxies to attend and vote in your stead at the meeting provided that such proxies must attend the meeting in person to represent you. A proxy needs not be a shareholder of the Company. If more than one proxy is appointed, the number of H shares represented by each proxy must be stated.
- All times stated in this proxy form refer to Hong Kong time.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "ABSTENTION".** In the absence of any such indication, your proxy is entitled to cast your vote at his discretion. 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.
- IMPORTANT: THE CUMULATIVE VOTING SYSTEM WILL BE ADOPTED FOR THE PURPOSE OF THE RESOLUTIONS NOS. 11, 12, 13 and 14. PLEASE INSERT THE NUMBER OF VOTING IN THE APPROPRIATE SPACE FOR YOUR INTENTION OF VOTING.** The meeting will list and present candidates according to the election of executive directors, non-executive director, independent non-executive directors and shareholder representative supervisors in a total of four proposal groups. Under each proposal group, the fact that a shareholder owns each voting share means the shareholder possesses the number of votes same as the number of director(s) or supervisor(s) to be elected under the proposal group. For example, if a shareholder holds 100 shares of the Company and there is a total of three directors to be elected in the proposal group for the election of executive directors, the shareholder shall have 300 votes in this proposal group. The number of votes shareholders cast under a proposal group may not exceed the number of votes they own under the proposal group, as they wish. Shareholders can cast all votes available under certain proposal group, to a single candidate or to different candidates in any combination. After the voting process ends, the votes for each proposal under each proposal group shall be counted on an accumulative basis. The total number of votes cast by you for one director candidate shall not be in excess of the number of votes to which you are entitled, otherwise such vote shall be invalid. Where the total number of votes cast for one director candidate is less than the number of votes to which you are entitled, such vote shall be valid, and the voting rights attached to the difference between the votes actually cast and the votes which you are entitled to cast shall be deemed to have been waived.
- This form of proxy of H shareholders must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of any director or attorney or other person duly authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- The description of each resolution is by way of summary only. Please refer to the Circular and the Notice for the full descriptions.
- In case of joint holders, only the person whose name appears first in the register of members shall be entitled to vote at the meeting.
- In order to be valid, this form of proxy, 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 other authority, must be deposited to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof.
- Completion and delivery of this form of proxy of holders of H shares will not preclude you from attending and voting in person at the meeting if you so wish. In such event, this form of proxy shall be deemed to be revoked.
- Shareholders or their proxies shall produce their identification documents for verification when attending the meeting.