



株州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)

REVISED FORM OF PROXY FOR ANNUAL GENERAL MEETING FOR YEAR 2023 (OR ANY ADJOURNMENT THEREOF)

No. of H shares to which this revised
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 2023 of the Company to be held at Room 301, Times Hotel, Times Road, Shifeng District, Zhuzhou, the People's Republic of China on Thursday, 27 June 2024 at 10:00 a.m. *(Note 4)* (or at any adjournment thereof) in respect of the resolutions set out in the notice dated 5 June 2024 (the “**Original Notice**”) and the supplemental notice dated 12 June 2024 (the “**Supplemental Notice**”, together with the Original Notice, the “**Notice**”) convening the said meeting 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 5 June 2024 issued by the Company (the “**Original Circular**”) and the supplemental circular dated 12 June 2024 issued by the Company (the “**Supplemental Circular**”).

| AS ORDINARY RESOLUTIONS <i>(Note 7)</i> | | Voting | | |
|---|--|---------------------|-------------------------|----------------------------|
| | | For <i>(Note 5)</i> | Against <i>(Note 5)</i> | Abstention <i>(Note 5)</i> |
| 1. | To consider and approve the resolution on the Company's 2023 annual report and its summary. | | | |
| 2. | To consider and approve the resolution on the Company's 2023 final accounts report. | | | |
| 3. | To consider and approve the resolution on the 2023 work report of the board of directors of the Company. | | | |
| 4. | To consider and approve the resolution on the 2023 work report of the supervisory committee of the Company. | | | |
| 5. | To consider and approve the resolution on the 2023 profit distribution plan of the Company. | | | |
| 6. | To consider and approve the resolution on the appointment of auditors for 2024. | | | |
| 7. | To consider and approve the resolution on the 2024 bank credit lines applications. | | | |
| 8. | To consider and approve the resolution on the remuneration of the directors of the Company for 2023. | | | |
| 9. | To consider and approve the resolution on the remuneration of the supervisors of the Company for 2023. | | | |
| 10. | To consider and approve the resolution on estimations on ordinary related party transactions between the Company and CRRC Corporation Limited in relation to the leasing of properties and ancillary equipment and facilities for 2025-2027. | | | |
| 11. | To consider and approve the resolution on the amendments to the terms of reference of the independent non-executive directors of the Company. | | | |
| 12. | To consider and approve the resolution on the amendments to the “Rules of Procedures for the General Meetings of the Company”. | | | |
| 13. | To consider and approve the resolution on the amendments to the “Rules of Procedures for the Meetings of the Board of Directors of the Company”. | | | |
| 14. | To consider and approve the resolution on the amendments to the “Rules of Procedures for the Meetings of the Supervisory Committee of the Company”. | | | |
| 15. | To consider and approve the resolution on the amendments of the “Management Policy for External Guarantees of the Company”. | | | |

| AS ORDINARY RESOLUTIONS <small>(Note 7)</small> | | Voting | | |
|---|---|-----------------------------|---------------------------------|------------------------------------|
| | | For <small>(Note 5)</small> | Against <small>(Note 5)</small> | Abstention <small>(Note 5)</small> |
| 16. | To consider and approve the resolution on the amendments of the “Management Policy for Related Party Transactions of the Company”. | | | |
| 17. | To consider and approve the resolution on the amendments of the “Management Policy for External Investments of the Company”. | | | |
| 18. | To consider and approve the resolution on the amendments of the “Management Policy for A Shares Proceeds of the Company”. | | | |
| 19. | To consider and approve the resolution on the amendments of the “Policy for Preventing the Controlling Shareholders, Actual Controllers and Related Parties from Appropriating Funds of the Company”. | | | |
| 20. | To consider and approve the resolution on the election of Ms. Feng Xiaoyun as an independent non-executive director of the Company. | | | |
| AS SPECIAL RESOLUTIONS <small>(Note 7)</small> | | Voting | | |
| | | For <small>(Note 5)</small> | Against <small>(Note 5)</small> | Abstention <small>(Note 5)</small> |
| 21. | 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. | | | |
| 22. | To consider and approve the resolution on the grant of general mandate to the board of directors of the Company to repurchase H shares. | | | |
| 23. | To consider and approve the resolution on the amendments to the Articles of Association. | | | |
| AS ORDINARY RESOLUTION <small>(Note 7)</small> | | Voting | | |
| | | For <small>(Note 5)</small> | Against <small>(Note 5)</small> | Abstention <small>(Note 5)</small> |
| 24. | To consider and approve the resolution on the election of Mr. Xu Shaolong as an executive director of the Company. | | | |

Date: _____ 2024

Signature(s): _____ (Note 6)

Holder(s) of H shares

Notes:

- Please insert the number of share(s) registered in your name(s) relating to this revised form of proxy of holders of H shares. If no number is inserted, this revised 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.**
- This revised 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 REVISED FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- The description of each resolution is by way of summary only. Please refer to the Original Circular, the Supplemental 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 revised 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 revised 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 revised form of proxy shall be deemed to be revoked.
- Shareholders who have not completed and returned the form of proxy enclosed with the Original Circular (the “**Original Proxy Form**”) are required to complete and return the revised form of proxy. Under such circumstances, they are not required to return the Original Proxy Form.
- Shareholders who have completed and duly returned the Original Proxy Form must pay attention to the following:
 - if the revised form of proxy is not completed and duly returned, or if the revised form of proxy is returned later than 24 hours before the time stipulated for convening the AGM, and the Original Proxy Form has been correctly completed and returned, then the Original Proxy Form will be deemed as the valid form of proxy returned by you. The proxy appointed by you under such proxy will be entitled to vote at his discretion or abstain from voting on the supplemental resolution duly submitted to the AGM according to the Supplemental Circular; and
 - if the revised form of proxy is completed and returned not less than 24 hours before the time stipulated for convening the AGM, then the revised form of proxy will supersede and replace the Original Proxy Form previously returned by you. The revised form of proxy, if correctly completed, will be deemed to be the valid form of proxy returned by you.
- Shareholders or their proxies shall produce their identification documents for verification when attending the meeting.